

Role Description for Board Members

1. Introduction

“The Governing Body leads and directs the RSL to achieve good outcomes for its tenants and other service users.” Regulatory Standards of Governance and Financial Management, Standard 1¹

- 1.1. This role description has been prepared to set out the responsibilities that are associated with being a Board Member of Abertay Housing Association (the Association). It should be read in conjunction with the Association’s Rules and Standing Orders.
- 1.2. The Association is a Registered Social Landlord (RSL) 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).
- 1.3. The 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 have developed a profile for the Board which describes the skills, qualities and experience that we consider we need to lead and direct the Association and carry out an annual review of the skills that we have and those that we need to inform our recruitment activities.
- 1.4. This role description applies to all Members of the Board, whether elected or co-opted or appointed, new or experienced. It is subject to periodic review.

2. Primary Responsibilities

- 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
 - Uphold the Association’s Code of Conduct and promote good governance.
- 2.2. Responsibility for the operational implementation of the Association’s strategies and policies is delegated to the Chief Executive.

3. Key Expectations

- 3.1. The Association has adopted a Code of Conduct for Board Members which every Member is required to sign on an annual basis and uphold throughout their Membership of the Board.
- 3.2. 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 the Association. All Members are equally responsible in law for the decisions made.
- 3.3. Each Member must always act only in the best interests of the 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.

¹ Scottish Housing Regulator (February 2024) *Regulation of Social Housing in Scotland: Our Framework*

- 3.4. Our rules contain specific requirements that all Board Members should be aware of, including:
- The Board must have at least seven members.
 - The quorum for a Board Meeting is four members, who must be elected or have filled a casual vacancy.
 - The quorum for a sub-committee meeting is three members, who must be elected or have filled a casual vacancy.
 - Co-opted members cannot make up more than one third of the Board; they do not contribute to a quorum being achieved and cannot be elected to an Office Bearing role.
 - The Secretary must present a report to the last Board Meeting before the AGM confirming that all the requirements of Rules 62-67 have been met.
 - An experienced Board Member (who has nine or more years' experience with the RSL) must have the agreement of the Board if they intend to seek re-election for a further term: the Board's agreement should be recorded in the relevant minute.
 - A Board Member ceases to be a member of the Board if they miss four consecutive meetings without, first, having been granted leave of absence.
 - A Board Member who has declared an interest in a matter to be discussed at a meeting must leave the meeting, before the matter is discussed, and cannot vote on the issue.

4. Main Tasks

- To contribute to formulating and regularly reviewing the Association's values, strategic aims, business objectives and performance standards;
- To monitor the Association's performance;
- To be informed about and ensure the Association's plans take account of the views of tenants and other customers;
- To ensure that the Association operates in accordance with relevant legal and regulatory requirements;
- To be assured that the Association is compliant with relevant legal and regulatory requirements;
- To ensure that risks are realistically assessed and appropriately monitored and managed;
- To ensure that the Association is adequately resourced to achieve its objectives and meet its obligations;
- To oversee and ensure the Association's financial viability and business sustainability whilst maintaining rents at levels that are affordable to tenants;
- To act, along with the other Members of the Board, as the employer of the Association's staff; and
- To ensure that the Association is open and accountable to tenants, regulators, funders and partners.

5. Duties

- Act at all times in the best interests of the Association;
- Accept collective responsibility for decisions, policies and strategies;
- Attend and be well prepared for meetings of the Board and sub-committees;
- Contribute effectively to discussions and decision making;
- Exercise objectivity, care and attention in fulfilling your role;
- Take part in ongoing training and other learning opportunities;
- Take part in an annual review of the effectiveness of the Association's governance and of your individual contribution to the Association's governance;
- Maintain and develop your personal knowledge of relevant issues and the wider housing sector;

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

6. Commitment

6.1. The commitment will involve:

- Attendance at up to 6 regular meetings of the Board;
- Reading and preparation for meetings of the Board;
- Attendance at up to 4 sub-committee meetings (depending on Membership);
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- Attendance at annual planning and review events (including individual review meeting);
- Attendance at events such as estate tours, tenant / customer conferences, openings and site visits

Attendance at internal briefing and training events; and

External Training and conference attendance (may include overnight stay or weekend).

7. What the Association Offers Board Members

7.1. All Board Members are volunteers and receive no payment for their contribution. The Association has adopted an Entitlements, Payments and Benefits (EPB) Policy which prevents you or someone close to you from inappropriately benefiting personally from your involvement with the Association. This and related 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 will be fully met and promptly reimbursed.

7.2. In return for your commitment, the 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 and 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; and
- The chance to network with others with shared commitment and ideals.

8. Review

8.1. This role description was approved by the Board on 28 August 2024. It will form the basis of the annual review of the effectiveness of your contribution to our governance. It will be reviewed by the Board not later than August 2027.