



STANDING ORDERS

POLICY NO. 2

Date of Review	February 2024
Date of Next Review	February 2029
Regulatory Standards of Governance and Financial Management	RS 1: <i>The governing body leads and directs the RSL to achieve good outcomes for its tenants and service users.</i> Guidance: 1.2; 1.3; 1.5

GLEN HOUSING ASSOCIATION

STANDING ORDERS

PURPOSE OF THE STANDING ORDERS

The Standing Orders set out the governance structures and procedures. They provide a framework for the effective management of the Association's business.

They are part of a wider governance framework which includes:

- The Association's Rules
- The remits of the Association's Sub-Committees/Working Groups
- The Role Descriptions for Governing Body Members and Office Bearers
- The Code of Conduct for Board Members
- Scheme of Delegated Authority
- Financial Regulations

A. PROCEDURE AT BOARD & COMMITTEE MEETINGS

1. THE CHAIRPERSON

- 1.1 The Chairperson shall preside at all meetings of the Board. In the absence of the Chairperson the Vice-Chairperson shall preside. If the Chairperson and Vice-Chairperson are absent, the members present shall elect a Chairperson for that meeting. All questions of order arising at any meeting shall be decided by the Chairperson of that meeting.

2. MEETINGS OF THE BOARD

- 2.1 The Ordinary Meeting of the Board shall normally be held on the third Wednesday of the month, at 6.30 p.m.
- 2.2 A Special Meeting of the Board may be called at any time by a Resolution of the Board, or at the instruction of the Chairperson, or, in his/her absence, the Vice-Chairperson or on receipt by the Secretary of a requisition in writing signed by not less than four of the members of the Board at the time, and specifying the business to be transacted. All as per Rule 56.1 – 57..

Any such meeting shall be held within 14 days of receipt of the requisition by the Secretary and no business shall be transacted at the meeting other than that specified in the requisition.

3. NOTICE OF BOARD MEETINGS

- 3.1 Notice of Ordinary Meetings of the Board shall be advised to members not less than 14 days before the date of the meeting. All matters of business for the

Agenda shall be in the hands of the Secretary or, by arrangement with the Secretary, the Director, not later than 5 p.m. on that day preceding that on which the Notice of Meeting is issued.

- 3.2 Notice of a Special Meeting of the Board shall be sent to members at least seven days before the date of the meeting, unless otherwise directed by the Chairperson.
- 3.3 Proceedings at any meeting shall not be invalidated by any accidental omission to send notice of the meeting to any member or any other accidental defect in the arrangements for calling the meeting.
- 3.4 Meetings may be held either remotely or 'face to face', or by a combination of those methods. Members attending a meeting virtually or in person will contribute to the establishment of the quorum.

4. BUSINESS AT BOARD MEETINGS

- 4.1 The business at Board Meetings shall normally follow the order of the Agenda, but the Chairperson shall have power to alter the order of business at any stage. With the consent of the members present, business not on the Agenda may be transacted at an Ordinary Meeting, but not at a Special Meeting.
- 4.2 The Board shall have power to adjourn any meeting to such date and time as it or the Chairperson may determine and when any adjourned meeting is resumed, the proceedings shall commence at the point at which they were adjourned and shall extend only to items on the Agenda for the original meeting.
- 4.3 Board members are expected to fulfil their individual responsibilities at any Board Meeting with reference to the Association's Code of Conduct for Governing Body Members.
- 4.4 In the event of any Board Member being obstructive or offensive or disregarding the authority of the Chairperson, a vote may be taken to exclude them from the meeting.

5. QUORUM

- 5.1 Four members of the Board shall constitute a quorum for an Ordinary Meeting of the Board. The Board shall not have any of its normal powers unless a quorum of members is present.

6. MINUTES

- 6.1 The Secretary, in consultation with the Chairperson, and Director shall ensure Minutes are prepared for each meeting of the Board, and these Minutes shall be submitted for approval to the following Ordinary Meeting of the Board. Where they have been previously circulated, the Minutes will be taken as read. Where

they have not been previously circulated, the Minutes shall be read at the meeting before being approved.

7. VOTING

- 7.1 Voting shall normally be by show of hands, but shall be by secret ballot if such procedure is requested by one third of the members present at any meeting. A simple majority shall be sufficient to determine any matter, except in the case of a motion to suspend Standing Orders, where a two-thirds majority of the members present in favour of the motion shall be necessary. In the event of equal votes cast, the Chairperson of meeting shall have a casting vote in addition to their deliberative vote.
- 7.2 Any member of the Board may require, without giving reasons, that his/her dissent from any resolution be recorded in the minutes, provided that the request is made at the meeting at which the resolution has been passed.

8. NOTICE OF MOTION

- 8.1 Notice of Motion may be given at an Ordinary Meeting of the Board for consideration at the following Ordinary Meeting, or in writing to the Secretary not later than 5 p.m. on the day preceding the date on which the agenda is to be issued.
- 8.2 If the member giving notice of the Motion is absent when the Motion falls to be considered, it shall be placed on the Agenda for the following Ordinary Meeting and, if the member is again absent on that occasion, the Motion shall be dropped.

9. MOTIONS AND AMENDMENTS

- 9.1 All Motions and Amendments must be relevant to the subject under discussion and the Chairperson of any meeting shall have the power to rule out of order any Motion or Amendment which is, in his opinion, irrelevant or incompetent. Any Motion or Amendment shall require to be proposed and seconded before being put to the meeting.

10. ORDER OF DEBATE

- 10.1 The Chairperson of the Meeting shall determine the order of debate and a member shall not normally be permitted to speak more than once on the same issue, unless to reply to a question or with the permission of the Chairperson of the meeting. The Mover of the Motion shall have the right to reply before a vote is taken, but may not introduce any new matter at that stage. After the Mover of the Motion has exercised his/her right of reply, no other member may speak on the question, unless to raise a point of order.

11. POINTS OF ORDER

- 11.1 Any member may raise a point of order in the course of a meeting, and all questions of order shall be decided by the Chairperson of the meeting. No other member shall be permitted to speak to the point of order, unless with the Chairperson's permission.

12. REMITS TO COMMITTEES

- 12.1 The Board of Management shall be empowered to appoint such Committees from time to time as it may be deemed necessary to consider different aspects of the Association's business.
- 12.2 An Executive Committee will 'automatically' exist consisting of all the Office Bearers of the Association and will be remitted to deal with emergencies.
- 12.3 The members of each Committee shall comprise members of the Board of Management, who shall form a majority of the members of any Committee at any time, and such other non-voting members as the Board of Management may decide. The Chairperson of any Committee shall be elected by that Committee and shall be a member of the Committee. The Chairperson of the Board shall be a member ex officio of each Standing Committee.
- 12.4 Each Committee shall observe strictly the Scheme of Delegated Authority in relation to the delegation of power, and shall exercise in any matter only the degree of authority delegated to it by the Board of Management. The Board of Management may, at any time, consider any matter included in a reference to a Committee, and may alter, retract or recall any reference to a Committee or any powers delegated to a Committee. The Chairperson shall decide any matter of dispute arising at a Board meeting regarding the reference of any matter to a particular Committee.
- 12.5 Remits to any Committee shall be considered and reported on as promptly as possible, and discharged remits shall automatically lapse after twelve months unless the Board determine otherwise.

13. SUSPENSION OF STANDING ORDERS

- 13.1 A Motion to suspend Standing Orders shall not succeed unless it is supported by at least two-thirds of the members present at the meeting at which the Motion is proposed.

14. CLOSURE OF MEETINGS

- 14.1 No meeting shall continue for more than three hours beyond the time for which the meeting is called, unless with the approval of the majority of members present after the expiry of that time. No meeting shall continue beyond 10 p.m. on any day unless with the unanimous consent of the members present at that

time. A meeting shall be automatically adjourned after three hours from the time for which it was called and shall resume on such date and time as the meeting shall decide.

15. CONFIDENTIALITY

- 15.1 All matters discussed at Board (or Committee) Meetings shall be treated in strict confidence by members and officers in attendance, whether or not a particular matter is specially described as confidential. This confidentiality shall only be relaxed by the agreement of the meeting at which the matter is discussed.

16. RISK MANAGEMENT

- 16.1 The Board has overall responsibility for Risk Management and to this end will:

16.1.1 Approve the Risk Management Policy and assess the risk appetite level.

16.1.2 Annually review the Association's approach to risk management.

16.1.3 Review the Strategic & Operational Risks in accordance with the review cycle.

B. DELEGATION OF POWERS TO OFFICE-BEARERS & OFFICIALS

1. GENERAL PRINCIPLES

- 1.1 Recognising that the effective prosecution of the Association's work will often require decisions to be taken without awaiting Board approval, and that many routine matters will fall to be decided by members of staff, a scheme of delegation of powers has been approved by the Board. The specific areas of the delegated responsibility are set out in the succeeding sections.
- 1.2 The Board's purpose in approving this scheme of delegation of powers is to ensure that the work of the Association is not unnecessarily delayed for decisions which are clearly within the general terms of Association policy. Accordingly, the office-bearers and officials should in all cases seek to use delegated powers to maintain progress in the various areas of work, provided that no policy decisions are taken or major financial commitments entered into without the approval of the Board.

2. OFFICE BEARERS

- 2.1 The Chairperson, or in his/her absence the Vice-Chair or Secretary, shall have a general remit to consult with the Director and other senior officials to ensure that all necessary decisions are taken in between meetings of the Board as appropriate.
- 2.2 Each office-bearer, in consultation with the appropriate senior officials, shall have discretion to authorise such actions or decisions as may be necessary to avoid delays in prosecuting the work of the Association, provided that policy decisions are reserved to the Board and that all matters on which the Chairperson or any other office-bearer has authorised action shall be reported to the following meeting of the Board.
- 2.3 It shall be understood that in all cases where discretionary authority is delegated to the Chairperson, the same authority shall be delegated to the Secretary or Vice-Chair in the absence of the Chairperson.

3. DIRECTOR (Senior Officer)

- 3.1 The Director, in consultation with the Chairperson, shall have **authority** to:
 - 3.1.1 Ensure the routine day-to-day prosecution of the Association's business within the limits of the Board's policy.
 - 3.1.2 Authorise revenue expenditure provided for in the Annual Budget approved by the Board.

3. DIRECTOR (Senior Officer) (Continued)

- 3.1.3 Authorise urgent items of revenue expenditure which are not included in the Annual Budget, provided that the purpose of the expenditure is consistent with the Association's policy and that the circumstances are reported to the following meeting of the Board, as per Financial Regulations 3.2.

4. DIRECTOR (Senior Officer)

- 4.1 The Director shall have **responsibility** for:
 - 4.1.1 Providing the Board with such regular reports and other information as the Board may request to enable it to fulfil its functions as set out in these Standing Orders.
 - 4.1.2 Assisting the Secretary in carrying out his/her duties on behalf of the Board.
 - 4.1.3 Allocating tenancies to applicants on the waiting list within the terms of the Allocation Policy subject to the reporting of all such allocations.
 - 4.1.4 Implementing decisions taken by the Board.
 - 4.1.5 Taking such emergency or short-term action as may be necessary to ensure the efficient prosecution of the Association's policies, subject to the reporting of all such actions to the following meeting of the Board.
 - 4.1.6 Maintaining day-to-day contact with the Association's tenants and with groups representative of tenants.
 - 4.1.7 Rent and service charge calculations and collection and dealing with all matters relating to arrears of rent.
 - 4.1.8 Ensuring that all matters affecting the Association's policies and its role as a landlord are efficiently handled.

5. FINANCE AGENT

- 5.1 The Finance Agent, in consultation with the management team, shall be responsible for:
 - 5.1.1 Preparing and presenting to the Board such regular reports and information as the Board may request to enable it to fulfil its financial functions.
 - 5.1.2 Implementing decisions taken by the Board on financial matters.
 - 5.1.3 Taking such emergency or short-term action as may be necessary to protect or promote the Association's financial position, subject to the reporting of all such action to the following meeting of the Board.

6. EMERGENCY ARRANGEMENTS DURING COMMITTEE RECESS

- 6.1 Where urgent decisions with policy implications become necessary during a Board recess, or at other times when it is impracticable to call a Board meeting, the Chairperson, or in his/her absence the Vice-Chair or Secretary, shall consult with the Executive Committee and the management team and take only such decisions as shall involve the least possible policy commitment on behalf of the Association. The decisions taken shall be reported to the Board as soon as possible for ratification.

7. REVIEW

These Standing Orders will be reviewed at least every 5 years.