

The Role of

The Board

*This information booklet aims to assist
Board Members to understand their role
and responsibilities.*



**South
Staffordshire**

Housing Association

(Part of Central Borders Housing Group)

Last updated May 2009

The Group

Central Borders Housing Group (CBHG) came into being in August 2007 and was officially launched in April 2008. CBHG is a non asset owning registered social landlord that provides a range of support services for partner associations, at present only South Staffordshire Housing Association (SSHA) and also our Property Care business.

The Group has been developed on the basis of a partnership of equals with each partner association enjoying the maximum independence allowed within the Tenant Services Authority's rules and retaining their own identity within the CBHG family. All partner associations are signed up to the Mission, Vision and to delivering the Strategic Aims within the framework of the four Values.

CBHG currently has a Board of seven Board Members with five independent members and two representatives from SSHA. The Board Members may be complemented by up to 5 additional Co-Optees who are appointed in accordance with the Group's Co-Opted Board Members Policy. This inclusive model allows for full involvement of partner associations in the governance and strategic direction. SSHA has its own Board of twelve Board Members who meet independently of the CBHG Board although joint Board Away Days and training sessions are held regularly.

CBHG provides support services, such as information technology, finance, human resources, governance and health and safety, to both SSHA and our Property Care business.

CBHG also provides a Business Development function to undertake the development of new housing for rent and shared ownership sale. This allows partner associations to concentrate on service delivery and to focus on delighting their customers.

Mission

The Group's Mission is to be a leader in delivering innovative solutions whilst developing and supporting flourishing communities in the Midlands region.

Vision

The Group's Vision is to deliver quality housing and services that delight our customers.

Strategic Aims

To achieve the Mission and Vision, the Group has eight Strategic Aims:

- Leading in service excellence
- Delighting our customers
- Investing in our people
- Investing in Neighbourhoods
- Maximising our resources
- Developing partnerships to deliver new homes and services
- Implementing the Eco agenda
- Improving our Governance

Values

Underpinning everything we do are our four values:

- Trust
- Customer Focus
- Learning
- Passion

The Association

South Staffordshire Housing Association Limited (“the Association”) is a partner association of Central Borders Housing Group. The Association was formed in 1995 to receive a stock transfer of over 5,000 properties owned by South Staffordshire Council. The Association was first registered with the Housing Corporation (now the Tenant Services Authority and the Homes and Communities Agency) in December 1996 and the transfer took place in March 1997 following a positive vote in favour by tenants.

The Board of South Staffordshire Housing Association

The Association's Board Members receive remuneration to reflect the duties and responsibilities which they face. The Board has 12 Board Members in accordance with the National Housing Federation's (NHF) Code of Excellence in Governance. The Board Members may be complemented by up to 5 additional Co-Optees who are appointed in accordance with the Group's Co-Opted Board Members Policy. The Chair of the Association plus one other member of the Association's Board sits on the Board of Central Borders Housing Group (the “CBHG Board”).

The size and composition of the Board includes 6 Independent Members who are nominated from and elected by the shareholding members, 4 Resident Board Members who are nominated for election by the residents and 2 Local Authority Board Members, nominated by South Staffordshire Council.

In recruiting Board Members the Association will give particular consideration to applicants from groups currently under represented on the Board.

The Role of the Board

The purpose of the board is to determine strategy, direct, control, scrutinise and evaluate the Association's affairs and for ensuring that it has appropriate staff to achieve its strategy and plans and stated standards of service. Management of the Association is delegated to CBHG's Group Management Team and Association staff.

Essential functions of the Board include duties to:

- define and ensure compliance with the Association's values, vision, mission and strategic objectives to ensure the long-term success of the Association; and to ensure that these are set out in each annual report
- establish a framework for approving strategies, policies and plans to achieve those objectives;
- satisfy itself as to the integrity of financial information and approve each year's accounts prior to publication and to ensure that they give a true and fair view of the state of affairs of the Association and Group at the end of the financial year and that they show the surplus or deficit resulting from income and expenditure of the Association and Group for the year ending on that date;
- approve each year's budgets and to ensure that these feed into the CBHG business plan;
- ensure that the financial statements for each financial year meet the requirements of the Industrial and Provident Societies Acts 1965-2002, the Housing Act 1996, the

Accounting Requirements for Registered Social Landlords General Determination 2000 and the Statement of Recommended Practice: "Accounting for Registered Social Landlords" (SORP);

- make recommendations to the Annual General Meeting on the adoption of accounts, appointment of auditors, and elections to Membership of the Board;
- in conjunction with the CBHG Board, establish and oversee a framework of delegation and systems of internal control, which are reviewed annually;
- in conjunction with the CBHG Board, establish and oversee a framework for the identification and management of risk, ensuring that the Board receives regular reports on these, in order to safeguard the assets of the organisation;
- agree or ratify policies and decisions on all matters that might create significant financial or other risk to the Association or which raise material issues of principle;
- monitor the Association's performance in relation to these strategies, plans, budgets, controls and decisions and also in the light of customer feedback and the performance of comparable organisations;
- ensure that the Association's remuneration, recruitment and severance policies enable the Association to recruit and retain the staff it needs at all levels, but at a cost that is reasonable in terms of its overall budget and market conditions;
- in conjunction with the CBHG Board, appoint (and if necessary, dismiss) the Managing Director following agreed procedures, and approve his or her salary, benefits and terms of employment on appointment;
- ensure that the Association takes account of any obligation imposed upon the Association by the Homes and Communities Agency, or the Tenant Services Authority in exercise of its powers and ensure the Association complies with all Homes and Communities Agency and Tenant Services Authority directives, particularly in relation to regulation, inspection and governance;
- ensure that the Association takes account of any obligation imposed upon the Association by the CBHG Board in exercise of its powers and ensure the Association complies with all CBHG Board directives and Group policies;
- satisfy itself that the Association's affairs are conducted lawfully and in accordance with generally accepted standards of performance probity, good practice and regulatory requirements;
- take appropriate advice;
- assess how the Association follows the recommendations of the NHF Code of Excellence in Governance and state compliance and non-compliance in its annual report and accounts;
- follow the Association's Rules in appointing (and if necessary removing) the Chair of the Board;
- nominate representatives to the CBHG Board on an annual basis;
- establish and monitor a mechanism for communicating and receiving feedback from the organisation's stakeholders and shareholders;
- establish a strong working relationship between the Board, the Group Chief Executive, Managing Director and other senior staff; and
- in conjunction with the CBHG Board, establish a code of conduct and expected behaviour for the board.

Working Arrangements

The Association conducts the majority of its business through the Board which meets seven or eight times a year (usually on a Thursday evening).

From time to time, various working groups may be established by the Board to meet during the working day to deal with specific tasks, such as to monitor the performance of a particular programme or service, or to develop a strategy for a new project or initiative.

Members of the Board also attend two Away Days, in March and October, when they are able to stand back and take a more strategic view of their effectiveness as a board of management. The Away Days enable Board Members to discuss a range of issues away from the normal Board business constraints and over a longer period of time. The Away Days also allow Board members to carry out a self-assessment of performance, undergo skills and knowledge analysis and also to undertake team building skills to improve the effectiveness of the Board.

Training and Development of Board Members is also paramount to the successful and efficient operation of the business. Training needs will be identified during the induction process and as part of the annual appraisal process with the Chair. Board members will be expected to demonstrate their commitment to the organisation by attending relevant training sessions as required.

Openness and Accountability

The Board has to be able to account for their actions in an open manner and remains accountable to all of its residents, shareholders, funders, local authority partners and regulatory bodies, as well as the communities which the Association serves.

A report from each Board meeting is provided to the Tenant Partnership outlining the issues discussed at the meeting and how the Board have taken into account views of residents. Minutes of Board meetings remain confidential, but Board Members are expected to stand by Board decisions and be able to respond to any queries raised as to the reasons for a decision.

The Board needs to ensure that performance information is made publicly available on a regular basis, with benchmarking against other similar organisations and against previous performance where possible.

Composition of the Board

The composition of the Board is expected to reflect the scale of the Association's operations, the focus of its work and the diversity of the area in which the Association operates. Its working arrangements should contribute to both its effectiveness and accountability.

The Board consider the balance of skills and experience that is appropriate to its work, and recruit Board Members openly and systematically in order to achieve this balance.

The Tenant Services Authority require the Board collectively to have a diverse range of skills, competencies, experience and knowledge, including the following areas:

- the housing needs the Association aims to meet;
- tenants' needs and concerns;
- strategic management in a public or private body;
- general business activities including management of staff, property and contracts;
- equality and diversity;
- finance;

- legal matters;
- community relations and needs;
- working with local authorities;
- development and building;
- public relations;
- management of information technology

Expectations of Individual Board Members

In addition to the collective skills, competencies, experience and knowledge required of the Board as a whole, each individual Board Member is required to have and positively demonstrate the following skills in order to ensure the continued effectiveness of the Board:

- leadership and working as an effective team;
- direct knowledge of the needs and aspirations of the communities and people served by the Association;
- general business, financial and management skills;
- knowledge of the external framework including financial markets, political imperatives and operating environment for registered social landlords;
- other relevant or specialist skills, such as commercial, financial, investment, risk management, legal, health, social services, property management and housing development;
- effective communication skills and an ability to focus on key issues facing the organisation; and
- the ability to foster a culture that enhances commitment, enthusiasm and excellent performance from the staff.

Commitment and Effectiveness of the Board

The Chair and Members of the Board are asked to sign clear statements of acceptance of their responsibilities and obligations, and the Board is expected to review its performance and the effectiveness of all its governance arrangements, normally annually, to ensure that any weaknesses are addressed, and that the Board carries out its role effectively.

These responsibilities and obligations include:

- adhering to the Association's Code of Conduct for Board Members;
- working towards the Corporate Plan and Business Plan of the Association;
- upholding the values and objectives of the Association;
- upholding the Association's core policies including:
 - Rules of the Association
 - Financial Regulations
 - Equal Opportunities
 - Racial Harassment
 - Code of Conduct for Board Members
 - Risk Management
 - Anti Fraud and Corruption Strategy
 - Continuous Improvement Strategy
 - Risk Management Strategy
 - Data Protection
 - Standing Orders
 - Diversity
 - Resident Involvement
 - Confidentiality
 - Quality Management
 - Payments and Benefits
 - Whistleblowing
- contributing to and sharing responsibility for the Board's decisions;
- preparing for and attending meetings, training sessions and other events;
- representing the Association on occasion;

- to notify the Association of any possible business opportunities;
- declaring any relevant interests and upholding the standards of probity, avoiding any conflicts of interest;
- respecting confidentiality of information;
- upholding the NHF's Code of Governance;
- ensuring understanding of the constitutional and legislative framework, including compliance with the Regulatory Code and Guidelines as it applies to the Association, and acting within that framework
- working in closely with the CBHG Board and keeping it fully informed
- attend and participate in reviews linked to individual performance or that of the whole board

Individual Board Members will receive an annual appraisal by the Chair which provides an opportunity to discuss individual performance and expectations, as well as identify training and development needs.

All new Board Members will receive an induction which will cover the essential elements of their role and the Association. There will also be the opportunity for a more individually tailored induction for any specific areas of the business that a Board Member wishes to learn more about.

Declarations of Interests

Members of the Board have a duty to declare any interests they maintain in other organisations with which the Association does business. They should not place themselves in a position where their duty to the Association and personal interest conflict and neither they, nor their relatives, may benefit in any way from their connection with the Association, other than that which is allowed by Schedule 1 of the Housing Act 1996. Board Members are asked to sign clear declarations which are recorded in the Association's Register of Interests and Board Members are also asked to specify any declarations of interest in the business to be discussed at the start of each Board or Committee meeting.

Help and Advice

Please ask for help if you have any difficulty understanding this document.

Jeśli trudno jest Państwu zrozumieć tę ulotkę, poproście o pomoc.

如果你有任何問題或你不明白這文件，請向我們尋求幫助。

এ দলিলপত্রের (ডকুমেন্ট) ব্যাপারে যদি আপনার কোন প্রশ্ন থাকে বা ইহা বুঝতে যদি আপনার কোন অসুবিধা হয় তাহলে অনুগ্রহপূর্বক সাহায্যের জন্য আমাদেরকে বলুন।

જો આપને કોઈ પ્રશ્ન હોઈ અથવા આપ આ દસ્તાવેજને સમજવામાં કોઈ મુશ્કેલી અનુભવતા હોઈ તો મહેરવાની કરીને મદદ માટે અમને પૂછો.

ਜੇ ਇਸ ਦਸਤਾਵੇਜ਼ ਬਾਰੇ ਤੁਹਾਡੇ ਕੋਈ ਸਵਾਲ ਹੋਣ ਜਾਂ ਇਸਨੂੰ ਸਮਝਣ ਵਿੱਚ ਤੁਹਾਨੂੰ ਕੋਈ ਕਠਿਨਾਈ ਹੋਵੇ ਤਾਂ ਤੁਹਾਡੀ ਮੱਦਦ ਕਰਨ ਲਈ ਕਿਰਪਾ ਕਰਕੇ ਸਾਨੂੰ ਕਹੋ।

اگر آپ کوئی سوال پوچھنا چاہیں یا اگر آپ کو یہ دستاویز سمجھنے میں کوئی مشکل ہو تو براہ مہربانی مدد کے لیے ہم سے رابطہ کریں۔

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