



## **STANDING ORDERS AND DELEGATED AUTHORITY 2013**

### **1.0 PROCEDURE AT COMMITTEE AND SUB COMMITTEE MEETINGS**

#### **1.1 The Chairperson**

The Chairperson shall preside at all meetings of the Management Committee. In the absence of the Chairperson, the Vice Chairperson shall preside. If the Chairperson and the 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 at that meeting.

#### **1.2 Meetings of the Committee**

Routine meetings of the Association follow a monthly cycle with a one month recess in each year or otherwise as agreed by the Management Committee.

A special meeting of the Management Committee may be called at any time by a Resolution of the Management Committee, or at the insistence of the Chairperson, or, in their absence, the Vice Chairperson or on receipt by the Company Secretary of a requisition in writing signed by not less than four of the members of the Management Committee at the time and specifying the business to be transacted.

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

#### **1.3 Notice of Committee Meetings**

Notice of both routine and special meetings of the Management Committee shall be sent out to members not less than four days before the date of the meeting unless otherwise directed. All matters of business for the Agenda shall be in the hands of the Company Secretary not later than 5pm on the day preceding that on which the Notice of Meeting is issued.

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.

#### **1.4 Declaration of Interests**

"Declarations of Interests" is a standing agenda item at all Committee meetings. Committee members are required to declare an interest in any item of business and in the event of an interest being declared the member will absent his/her self from the meeting for the duration of the item concerned.

#### **1.5 Business at Committee Meetings**

The business at Committee 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.

The Committee shall have power to adjourn any meeting at such date and time as it may determine, subject to approval of 2/3 of Committee members present, 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.

#### 1.6 Quorum/ Committee Attendance

Five members, or 2/3 of the Management Committee, shall constitute a quorum for a Management Committee meeting. The Management Committee shall not have any of its normal powers unless a quorum of members is present.

#### 1.7 Minutes

The Association's Company Secretary (or other Management Committee member as authorised by the Management Committee), shall prepare minutes of each meeting of the Management Committee and these minutes shall be submitted for approval to the following meeting of the Management Committee. Minutes shall be reviewed at the meeting before being approved and signed.

#### 1.8 Voting

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 the meeting shall have a casting vote in addition to their deliberative vote.

Any member of the Management Committee may, without giving reasons, ask that 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.

#### 1.9 Notice of Motion

Notice of Motion may be given at a meeting of the Management Committee for consideration at the following meeting, or in writing to the Company Secretary not later than 5pm on the day preceding the date on which the Agenda is to be issued.

If the member giving notice of the Motion is absent when the Motion is due to be considered, it shall be placed on the Agenda for the following meeting and, if the member is again absent on that occasion, the Motion shall be dropped.

#### 1.10 Motions and Amendments

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 the opinion of the Chairperson, irrelevant or incompetent. Any Motion or Amendment shall require to be proposed and seconded before being put to the meeting.

#### 1.11 Order of Debate

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 a 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 their right of reply, no

other member may speak on the question, without the permission of the Chairperson, or to raise a point of order.

#### 1.12 Points of Order

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.

#### 1.13 Conduct at Meetings

Breaches of the Governing Body Code of Conduct during the course of a meeting may lead to a member (or members) being excluded from the meeting.

#### 1.14 Remits to "Sub" Committees

The Management Committee shall be empowered to appoint such "Sub" Committees from time to time to consider different aspects of the Association's business.

The members of each "Sub" Committee shall comprise members of the Management Committee, who shall form a majority of the members of any "Sub" Committee at any time and such other non-voting members as the Management Committee may decide. The Convenor of any "Sub" Committee shall be designated by the Management Committee and shall be a member of the Committee. The Chairperson of the Management Committee shall be a member ex officio of each Standing "Sub" Committee.

Each "Sub" Committee shall exercise only the degree of authority delegated to it by the Management Committee. The Management Committee may, at any time, consider any matter included in a reference to a "Sub" Committee, and may alter, retract or recall any reference to a "Sub" Committee or any powers delegated to a "Sub" Committee. The Chairperson shall decide any matter of dispute arising at a Management Committee meeting regarding the reference of any matter to a particular "Sub" Committee.

#### 1.15 Remits to Working Groups

The Management Committee shall be empowered to appoint working groups from time to time to consider specific aspects of the Association's business.

A working group is not empowered to take executive actions or amend existing policy or procedure. It will carry out the task appointed as briefed by the Management Committee and will report back to the Management Committee on its findings and with its recommendations.

A working group shall appoint a lead person to oversee the task and a programme of meetings arranged as necessary to fulfil the brief.

#### 1.16 Suspension of Standing Orders

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.

#### 1.17 Closure of Meetings

No meeting shall continue for more than 2.5 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 9.00pm on any day unless with the unanimous consent of the members present at that time.

### 1.18 Confidentiality

All matters discussed at Committee (or Sub Committee) or Working Group meetings shall be treated in strictest confidence by members and officers in attendance, whether or not a particular matter is specifically described as confidential. This confidentiality shall only be relaxed by the agreement of the meeting at which the matter is discussed.

### 1.19 Review of Standing Orders

The Management Committee shall review and update Standing Orders every 5 years or earlier as required. All new Committee members elected shall be given a copy of the Standing Orders on taking up office.

### 1.20 Use of the Company Seal/Signing of Official Documents

This area of the Association's corporate governance is covered in a separate policy.

## **2.0 DELEGATED POWERS**

### 2.1 General Principles

Recognising that the effective prosecution of the Association's work will often require decisions to be taken without awaiting Management Committee approval, and that many routine matters will fall to be decided by the Association's Office Bearers, Director or other senior staff, a scheme of delegation of powers has been approved by the Management Committee. The specific areas of the delegated responsibility are set out in the succeeding sections.

The Management Committee'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, delegated powers should be applied to maintain progress in the various areas of work, provided that no policy decisions are taken or major financial commitments are entered into without the approval of the Management Committee.

### 2.2 Office Bearers

The Chairperson, or in their absence the Vice Chairperson or other nominated Management Committee members, shall have a general remit to consult with the Director to ensure that all necessary decisions are taken in between meetings of the Management Committee as appropriate.

Each office bearer, in consultation with the Director, shall have discretion to authorise such strategic actions or decisions as may be necessary to avoid delays in progressing the work of the Association, provided that policy decisions are reserved to the Management Committee, and that all matters on which the Chairperson or Vice Chairperson has authorised action shall be reported to the following meeting of the Management Committee.

It shall be understood that in all cases where discretionary authority is delegated to the Chairperson, the same authority shall be delegated to the Vice Chairperson in the absence of the Chairperson.

### 2.3 Director (or equivalent)

The Director (or Senior Officer) shall have delegated authority to and responsibility for operational issues including the following:-

- overall responsibility for the planning, management and monitoring of the strategic planning arrangements;
- operation of any approved development budget and reporting anticipated variations to the Head of Finance & Corporate Services on a quarterly basis;
- providing the Head of Finance & Corporate Services with all non HAG items likely to be incurred as a consequence of the development programme on a quarterly basis;
- briefing Consultants on mix, layout, specification, programme and procedures all in accordance with previously approved guidelines and principles e.g design specification, housing needs information, planning policies, Scottish Government programming agreements and capital allocations (development projects);
- appointing development Consultants from lists previously approved by Committee
- approving tender lists from formally approved list of Contractors (Development)
- approving tenders from development Contractors previously approved by the Committee where costs are within budget;
- registering new development opportunities with the Scottish Government in accordance with agreed geographical area of operation;
- submitting relevant development submissions to the Scottish Government in accordance with previously approved parameters;
- ensuring the routine day to day prosecution of the Association's business within the limits of the Management Committee's policy;
- authorising revenue expenditure provided for in the Annual Budget approved by the Management Committee;
- authorising urgent items of revenue expenditure which are not included in the Annual Budget, not exceeding £5000 in any one case, 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 Management Committee;
- providing the Management Committee with such regular reports and other information as the Management Committee may request to enable it to fulfil its functions as set out in these Standing Orders;
- implementing decisions taken by the Management Committee;
- recruiting permanent staff up to and including Grade 8 (Assistant Manager level) subject to it being within the staff structure previously agreed by the Management Committee;
- ensuring that staff and management team meetings are convened in line with the Association's Communication Strategy
- reviewing staff job descriptions on an annual basis;
- ensuring that the Association is adequately represented at all formal liaison meetings with the Scottish Government and the Local Authority and for reporting to the Management Committee on such matters on a regular basis;
- ensuring, in consultation with departmental heads (or equivalent), that all staff receive adequate training in order to carry out their duties on behalf of the Association;
- ensuring that formal staff training and development programmes are established particularly when the Association's staff appraisal system identifies the need for specific training;
- ensure the requirements of the Industrial and Provident Society Acts or other constituting authorities are obeyed concerning the requirements for the Association to keep proper books and records;
- undertaking all duties specified in the job description for the post;

- ensuring quarterly management reports to the Management Committee as required.

For the avoidance of doubt the above list is not exclusive

#### 2.4 Depute Director/ Head of Finance & Corporate Services (or equivalent)

The Depute Director/Head of Finance & Corporate Services shall have the delegated authority to, and responsibility for operational issues including the following:-

- deputising for the Director in his/her absence;
- undertaking all duties specified in the job description for the post;
- undertaking long term financial planning;
- managing the Association's internal audit function;
- contributing to the preparation of the annual Corporate Management Plan;
- assisting in rent setting;
- co-ordinating input into the preparation of the annual budget;
- preparing and presenting financial management reports to the Management Committee on a quarterly basis (as delegated by the Director);
- preparing the annual accounts and liaising with the Association's auditors in respect of the year end audit;
- monitoring the day to day running of the Association's finances;
- maintaining efficient systems of financial control and reporting;
- safeguarding the non property assets of the Association;
- ensuring the Association has adequate insurance policies in respect of buildings, office equipment and public liability;
- ensuring that all the Association's development projects have the required level of funding and at the time it is required and that all eligible grants for such projects have been claimed and adequate loan finance has been arranged;
- implementing and operating the Treasury Management Policy of the Association with regards to loan portfolio and the investment of surplus funds to the benefit of the Association but with the minimum of risk and without contravening statutory restrictions and the Association's rules;
- preparing and presenting to the Management Committee such regular reports and information as the Management Committee may request to enable it to fulfil its financial function as set out in Section 2 of the Standing Orders;
- implementing decisions taken by the Management Committee on financial matters;
- taking such emergency or short term operational action in conjunction with the Director 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 Management Committee.

For the avoidance of doubt the above list is not exclusive

#### 2.5 Head of Customer Services (or equivalent)

The Head of Customer Services (or equivalent) shall have the delegated authority to, and responsibility for, operational issues relating to housing services including the following:-

##### Housing

- undertaking all duties specified in the job description for the post;
- monitoring allocations and voids on a monthly basis;
- contributing to the preparation of the annual Corporate Management Plan and annual budget;

- preparing and presenting quarterly housing management reports to the Management Committee (as delegated by the Director);
- monitoring Estate Management practices and prepare a quarterly report for consideration by the Management Committee;
- liaising with the Head of Finance & Corporate Services on revenue expenditure matters and report anticipated variations on a quarterly basis;
- allocating tenancies to applicants on the waiting list within the terms of the Allocation Policy subject to the reporting of actions taken at the next appropriate meeting of the Management Committee;
- ensuring that all routine matters affecting the Association's housing management service and its role as a landlord are efficiently handled, and have the responsibility of rent collection and dealing with all matters relating to arrears of rent;
- Supporting the Association's tenants and with groups representative of tenants;
- taking such emergency or short term operational action in conjunction with the Director as may be necessary to ensure the efficient prosecution of the Association's housing management service, subject to the reporting of all such actions to the following meeting of the Management Committee.

### Technical Services

The Head of Customer Services (or equivalent) shall have the delegated authority to, and responsibility for operational issues relating to technical services including the following:-

- undertaking all duties specified in the job description for the post;
- contributing to the preparation of the annual Corporate Management Plan and the annual budget;
- preparing and presenting management reports to the Committee on a quarterly basis (as delegated by the Director);
- appointing maintenance Consultants from lists previously approved by Committee
- approving tender lists from formally approved list of Contractors (Maintenance);
- in conjunction with the Director approving tenders from Maintenance Contractors previously approved by the Committee where costs are within budget;
- safeguarding the property assets of the Association by ensuring the implementation of programmes for inspection and planned/cyclical maintenance, approve works to be carried out and monitor subsequent programme against agreed budget;
- liaising with the Head of Finance & Corporate Services in connection with information required for budgetary purposes to ensure adequate provision is made for cyclical maintenance within the budget;
- ensuring that repairs are carried out in accordance with the Association's obligations, within target timescales and within budget;
- ensuring that vacant stock is adequately secured and unless due for re-let all services are disconnected;
- monitoring repair work carried out under the defects liability period;
- ensuring that all rechargeable repairs and repairs subject to insurance claims are covered by appropriate procedures and ensure that such procedures are implemented to recover such costs;
- taking such emergency or short term operational action, in conjunction with the Director, as may be necessary to ensure the efficient prosecution of the Association's planned maintenance and reactive maintenance programme,

subject to the reporting of all such actions to the following meeting of the Management Committee.

For the avoidance of doubt the above list is not exclusive

### **3.0 EMERGENCY ARRANGEMENTS**

Where urgent decisions with policy implications become necessary during a Management Committee recess, or at other times when it is impracticable to call a Committee meeting, the Chairperson, or in their absence the Vice Chairperson, shall convene an Executive Committee meeting and take only such decisions as shall involve the minimum policy commitment on behalf of the Association. The decisions taken shall be reported to the Management Committee as soon as possible for ratification.

### **4.0 POLICY REVIEW**

This policy will be subject to review at least every 5 years.

George Tainsh  
Director

**22<sup>nd</sup> May 2013**

#### **Policy Review Process and Consultation**

Considered by the Management Team on 30<sup>th</sup> April 2013  
Recommended by the Finance, Audit & Corporate Governance Committee on 9<sup>th</sup> May 2013

**APPROVED BY THE MANAGEMENT COMMITTEE ON 30<sup>th</sup> MAY 2013**