

KNOWES HOUSING ASSOCIATION

Policy Name	Code of Governance for Committee Members - (incorporating Code of Conduct and Model Acceptance Form, Letter of Appointment, Role Description for Governing Body Members, Policy and Procedure for dealing with Breaches of Code of Conduct and Role Description for Chairperson, vice chair and secretary)
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1. Policy Aims

- 1.1 This document is based on the SFHA Model policies and procedures for Governing Body Members issued in August 2013, updated August 2014. With matters relating to corporate governance in social housing organisations becoming increasingly important, the purpose of this document is to (i) reaffirm the Association’s commitment to transparent and accountable governance and (ii) to ensure that our Code of Governance contains up-to-date good practice.
- 1.2 As a Member of the Scottish Federation of Housing Associations, Members of the Management Committee are required to accept this Code in its entirety and to abide by it at all times as adherence to its principles will help maintain public confidence in the voluntary housing movement.
- 1.3 In addition to being required by the SFHA the Code also assists the Association to comply with Scottish Housing Regulator’s Regulatory Code of Governance.

2. Legal and Regulatory Framework

This policy is informed by and conforms with The Scottish Housing Regulator’s Regulatory Code of Governance.

3. Risk Assessment

The risks to the Association that this policy aims to minimise are:

- 3.1 Committee Members being unsure of their roles and responsibilities and therefore not directing the Association.
- 3.2 Committee Members being unaware of our policy on gifts and hospitality and therefore inadvertently accepting gifts of hospitality, or failing to record such offers of gifts or hospitality.
- 3.3 Committee Members being unaware of their responsibilities in relation to declaration of interest and personal interest.

- 3.4 Committee Members being unaware of the general conduct that is expected of Committee Members in relation to meetings and in relation to their position as a Committee Member.
- 3.5 Where breaches of this policy occur, there is no clear guidance as to how this is dealt with.

4. Equalities Commitment

- 4.1 Knowes Housing Association Ltd is committed to tackling discrimination on the grounds of sex or marital status, on racial grounds, or on grounds of disability, age, sexual orientation, language or social origin, or of other personal attributes, including beliefs or opinions, such as religious beliefs or political opinions.

5. Links with Other Policy and Procedural Documents

- 5.1 Whilst some of the ways in which this Code is to be implemented are included in the sections that follow, the undernoted are also used by the Association to help ensure that our practice reflects the Code of Governance:
- Register of Interest, which is completed annually by all Committee Members. This includes details on their employment, positions of public responsibility, membership of other Housing Associations and any financial interest, which they may have relating to the work of the organisation.
 - Policy and procedure for Committee Members claiming expenses.
 - Policy and procedure for dealing with offers of gifts and hospitality.
 - Committee training and development.
 - Committee Members' induction procedure.
 - Committee Members annual appraisal.

6. Code of Conduct for Governing Body Members

Introduction

There are references throughout this Code of Conduct (the Code) to 'you' and 'your' which means the member of the Governing Body of Knowes Housing Association who has signed this Code. References to 'we', 'us' and 'our' mean Knowes Housing Association.

- 6.1 Knowes Housing Association attaches the greatest importance to ensuring that high standards of governance and ethical behaviour are demonstrated by all of our people and in all of our activities.
- 6.2 This Code of Conduct sets out the requirements and expectations which are attached to your role as a member of the Governing Body of Knowes Housing Association. You have a personal responsibility to uphold the requirements of this Code. You cannot be a member of the Governing Body if you do not agree to adopt this Code of Conduct. To confirm that you understand its requirements and accept its terms, you must review and sign this Code annually.
- 6.3 As a Registered Social Landlord (RSL), Knowes Housing Association is required to adopt and comply with an appropriate Code of Conduct¹ – this Code is based on the Model produced by the SFHA The Scottish Housing Regulator (SHR) has confirmed that this code fully complies with its Regulatory Standards and their input during the production of this code is acknowledged.
- 6.4 This Code of Conduct is an important part of our governance arrangements. Members of the Governing Body are responsible for ensuring that they are familiar with the terms of this Code and that they always act in accordance with its requirements and expectations. Governing Body Members must always ensure their actions accord with the legal duties of the RSL and with regulatory guidance. You must also ensure you are familiar with the policies which are linked to this code such as our policy on Payments and Benefits.
- 6.5 If a member of the Governing Body appears to have breached any part of this Code, the matter will be investigated in accordance with the procedures set out at Section 11. A breach of this Code may result in action being taken by the Governing Body to remove the member(s) involved.

¹ SHR, April 2012, Standards of Governance and Financial Management: Standard 5 and guidance 5.24.

7. Who the Code Applies to

- 7.1 This Code of Conduct applies to all elected, appointed and co-opted members of the Governing Body of Knowes Housing Association and its sub-committees and to the governing bodies of all subsidiaries and members of the Knowes Housing Association Group.

8. How the Code is Structured

- 8.1 The Code is based on the seven principles which are recognised as providing a framework for good governance. They demonstrate honesty, integrity and probity.²

Each principle is described, as it applies to the activities of a RSL and its Governing Body Members, and supporting guidance is offered for each to provide more explanation of the Code's requirements. The guidance is not exhaustive and it should be remembered that Governing Body Members and RSLs are responsible for ensuring that their conduct at all times meets the high standards that the RSL sector is recognised for upholding.

9. The Principles

- 9.1 The seven principles and what they mean for the purposes of this Code are:

- A. **Selflessness:** you must act in the best interests of Knowes Housing Association at all times and must take decisions that support and promote our strategic plan, aims and objectives. Members of the Governing Body should not promote the interests of a particular group or body of opinion to the exclusion of others.
- B. **Openness:** you must be transparent in all of your actions; you must declare and record all relevant personal and business interests and must be able to explain your actions.
- C. **Honesty:** you must ensure that you act in the best interests of Knowes Housing Association and that all activities are transparent and accountable.
- D. **Objectivity:** you must consider all matters on their merits; you must base your decisions on the information and advice available and reach your decision independently.
- E. **Integrity:** you must actively support and promote our values; you must not be influenced by personal interest in exercising your role and responsibilities.
- F. **Accountability:** you must take responsibility for and be able to explain your actions and demonstrate that your contribution to the governance of Knowes Housing Association is effective.

² Committee for Standards in Public Life 1994, Nolan Principles on Standards in Public Life

G. Leadership: you must uphold our principles and commitment to delivering good outcomes for tenants and other service users and lead Knowes Housing Association by example.

9.2 In all of your activities as a Governing Body Member of Knowes Housing Association, you are expected to uphold and be seen to uphold these principles and demonstrate commitment to them.

A. Selflessness: You must act in the best interests of Knowes Housing Association at all times and must take decisions that support and promote our strategic plan, aims and objectives. Members of the Governing Body should not promote the interests of a particular group or body of opinion to the exclusion of others.

A.1 You must always uphold and promote the aims, objectives and values of Knowes Housing Association and act to ensure their successful achievement.

A.2 You should exercise the authority that comes with your role as a Governing Body member responsibly and not seek to use your influence inappropriately or for personal gain or advantage.

A.3 You must accept responsibility for all decisions properly reached by the Governing Body (or a sub-committee or working group with appropriately delegated responsibility) and support them at all times, even if you did not agree with the decision when it was made.

A.4 If you are unable to support in public a decision that has been properly reached by the Governing Body, you should resign.

A.5 You must consider the views of others and be tolerant of differences.

A.6 You must not seek to use your position to influence decisions that are the responsibility of staff (e.g. granting a tenancy, ordering a repair, awarding a contract).

A.7 You must not seek to use your influence for the benefit of yourself or your business interests, or the benefit of someone to whom you are closely connected or their business interests.

A.8 Mobile phones should be switched off during meetings, seminars, training courses etc.

B. Openness: You must be transparent in all of your actions; you must declare and record all relevant personal and business interests and must be able to explain your actions.

- B.1 You should exercise reasonable skill and care in the conduct of your duties.
- B.2 You should avoid any situation that could give rise to suspicion or suggest improper conduct.
- B.3 You must declare any personal interest(s) and meet the requirements of this Code for managing any such interest(s).
- B.4 You must not accept any offers of gifts or hospitality which might create – or be capable of creating – an impression of impropriety or influence, or place you under an obligation to these individuals or organisations. You must comply with our policy on the matter.
- B.5 You must ensure that you are informed about the views, needs and demands of tenants and service users and that your decisions are informed by this understanding.
- B.6 You must ensure that Knowes Housing Association is open about the way in which it conducts its affairs and positive about how it responds to requests for information.
- B.7 You must not prevent people or bodies from being provided with information that they are entitled to receive.

C. Honesty: You must ensure that you always act in the best interests of Knowes Housing Association and that all activities are transparent and accountable.

- C.1 You should always act in good faith when undertaking your responsibilities as a Member of Knowes Housing Association's Governing Body.
- C.2 You should use your skills, knowledge and judgement effectively to support Knowes Housing Association's activities.
- C.3 You should ensure that decisions are always taken and recorded in accordance with Knowes Housing Association's Rules and procedures.
- C.4 You must ensure that Knowes Housing Association has an effective policy and procedures to enable, encourage and support any staff or Governing Body member to report any concerns they have about possible fraud, corruption or other wrongdoing.³
- C.5 You must report any concerns or suspicions about possible fraud, corruption or other wrongdoing to the appropriate senior person within Knowes Housing Association in accordance with our whistleblowing policy.

³ These concerns might include, but are not confined to, suspected fraud, dishonesty, breach of the law, poor practice, non-compliance with regulatory requirements, misconduct, breach of this code.

- C.6 You must not misuse, or contribute to or condone the misuse of Knowes Housing Association's resources and must comply with Knowes Housing Association's policies and procedures regarding the use of its funds and resources.⁴

D. Objectivity: You must consider all matters on their merits; you must base your decisions on the information and advice available and reach your decision independently.

- D.1 You must ensure that the decisions that you take are consistent with Knowes Housing Association's aims and objectives and with the relevant legal and regulatory requirements (including those of SHR, OSCR, FCA and the Care Inspectorate).
- D.2 You must prepare effectively for meetings and ensure you have access to all necessary information to enable you to make well-informed decisions.
- D.3 You must monitor performance carefully to ensure that Knowes Housing Association's purpose and objectives are achieved, and take timely and effective action to identify and address any weaknesses or failures.
- D.4 You should use your skills, knowledge and experience to review information critically and always take decisions in the best interests of Knowes Housing Association, its tenants and service users.
- D.5 You should ensure that the Governing Body seeks and takes account of additional information and external/independent advice where necessary and/or appropriate.
- D.6 You should ensure that effective policies and procedures are implemented so that all decisions are based on an adequate assessment of risk, deliver value for money, and ensure the financial well-being of Knowes Housing Association.
- D.7 You should contribute to the identification of training needs, keep your housing and related knowledge up to date, and participate in training that is organised or supported by Knowes Housing Association.

E. Integrity: You must actively support and promote our values; you must not be influenced by personal interest in exercising your role and responsibilities.

- E.1 You must always treat your Governing Body colleagues and Knowes Housing Association staff and their opinions with respect.
- E.2 You must always conduct yourself in a courteous and professional manner; you must not, by your actions or behaviour, cause distress, alarm or offence.

⁴ Resources include people, equipment, buildings, ICT, funds, knowledge, stationery, transport

- E.3 You must declare any personal interests in accordance with this Code; in the event that you have a continuing personal interest which conflicts with our activities, values, aims or objectives, you should resign.
- E.4 You must ensure that you fulfil your responsibilities as they are set out in the relevant role description; that you maintain relationships that are professional, constructive and that do not conflict with your role as a member of the Governing Body.
- E.5 You must uphold our equality and diversity, whistleblowing and acceptable use⁵ policies.
- E.6 You must respect confidentiality and ensure that you do not disclose information to anyone who is not entitled to receive it, both whilst you are a member of the Governing Body and after you have left.
- E.7 You must observe and uphold the legal requirements and our policies in respect of the storage and handling of information, including personal and financial information.
- E.8 You must not make inappropriate or improper use of, or otherwise abuse, Knowes Housing Association's resources or facilities and must comply with Knowes Housing Association's policies and procedures regarding the use of its funds and resources.
- E.9 You must not seek or accept benefits, gifts, hospitality or inducements in connection with your role as a member of Knowes Housing Association Governing Body, or anything that could reasonably be regarded as likely to influence your judgement. You must not benefit, or be perceived to benefit, inappropriately from your involvement with Knowes Housing Association, and must comply with our policies on the matter.

F. Accountability: You must take responsibility for and be able to explain your actions, and demonstrate that your contribution to the governance of Knowes Housing Association is effective

- F.1 You must observe and uphold the principles and requirements of the SHR's Regulatory Standards of Governance and Financial Management, guidance issued by the SHR and other regulators, and ensure that Knowes Housing Association's legal obligations are fulfilled.
- F.2 You must ensure that Knowes Housing Association has effective systems in place to monitor and report its performance and that corrective action is taken as soon as

⁵ This relates to the use of ICT, social media and networking, facilities etc., and is specific to each individual RSL.

the need is identified.

- F.3 You should contribute positively to the activities of Knowes Housing Association by regularly attending and participating constructively in meetings of the Governing Body, its committees and working groups.
- F.4 You should always be courteous and polite and behave appropriately when acting on behalf of Knowes Housing Association.
- F.5 You must participate in and contribute to an annual review of the contribution you have made individually to Knowes Housing Association's governance.
- F.6 You must ensure that there is an appropriate system in place for the support and appraisal of Knowes Housing Association's Senior Officer and that it is implemented effectively.
- F.7 You must not speak or comment in public on behalf of Knowes Housing Association without specific authority to do so.
- F.8 You must co-operate with any investigations or inquiries instructed in connection with this Code.
- F.9 You recognise that the Governing Body as a whole is accountable to its tenants and service users, and you reflect this in your actions as an individual.

G. Leadership: You must uphold our principles and commitment to delivering good outcomes for tenants and other service users, and lead Knowes Housing Association by example.

- G.1 You must ensure that Knowes Housing Association's strategic aims, objectives and activities deliver good outcomes for tenants and service users. You must ensure that you make an effective contribution to Knowes Housing Association's strategic leadership.
- G.2 You must ensure that the aims and objectives of Knowes Housing Association reflect and are informed by the views of tenants and service users.
- G.3 You must always be a positive ambassador for Knowes Housing Association.
- G.4 You must participate in and contribute to the annual review of the Governing Body's effectiveness and help to identify and attain the range of skills that we need to meet our strategic objectives.
- G.5 You must not criticise Knowes Housing Association or its actions in public.
- G.6 You must not criticise staff in public; any staffing related matters should be discussed privately with the Chair and/or Senior Officer.

- G.7 You must not use social media to criticise or make inappropriate comments about Knowes Housing Association, its actions or any member of the Governing Body, staff or other partners.
- G.8 You must not act in a way that could jeopardise Knowes Housing Association's reputation or bring us into disrepute.⁶

10. Declaring and Managing Personal Interests

- 10.1 Where you have a personal, business or financial interest in any matter that is relevant to our activities or is being considered (or is likely to be considered), or you know that someone to whom you are closely connected has such an interest, you must declare it promptly and record it in our Register of Interests.
- 10.2 You must keep your entry in the Register of Interests complete, accurate and up to date.
- 10.3 More details and examples are included at Appendix 1 (p12-15).

11. Breach of this Code

- 11.1 Each member of the Governing Body has a personal and individual responsibility to promote and uphold the requirements of this Code. If any member of the Governing Body believes that they may have breached the Code, or has witnessed or has become aware of a potential breach by another member, they should immediately bring the matter to the attention of the Chair.
- 11.2 Alleged breaches of the Code of Conduct will be dealt with by the Chair, with the support of the Senior Officer where appropriate. Where the allegation of a breach is against the Chair, the Vice-Chair will be responsible for leading the investigation. The procedure for dealing with alleged breaches is described in the accompanying protocol.
- 11.3 Each member of the Governing Body has a duty to co-operate with and contribute to any investigation relating to the Code of Conduct.

⁶ This includes activities on social media, blogs and networking sites.

12. Review

12.1 This Code of Conduct was adopted by the Governing Body on 26 June 2018. It will be reviewed not later than July 2021.

Acceptance

I _____ have read and understood the terms of this Code of Conduct and I agree to uphold its requirements in all my activities as a member of the Governing Body of Knowes Housing Association Housing Association. I confirm that I am aware of the restrictions on payments and benefits and personal interests. I agree to review all relevant Registers regularly to ensure that all entries relating to me are accurate. I understand that, if I am found to have breached this Code of Conduct, action will be taken by the Governing Body which could result in my removal.

Signed _____

Date _____

Appendix 1 of Code of Conduct for Governing body Members

Declaring and Managing Personal Interests

1. Introduction

- 1.1 Being a member of our Governing Body is of course only one part of your life. Other aspects of your life - such as family, friends and neighbours, voluntary work, causes you support, possibly business or financial interests, possibly your own housing arrangements - may have the potential to cross over into your role as a Governing Body Member.
- 1.2 However, as we are an organisation that works for the community [and uses public funds], it is essential that there is no conflict - and that there can be no reasonable perception of conflict - between your duties as a Governing Body Member and your personal (or personal business or financial) interests.
- 1.3 Any potential conflict between your position as a member of Governing Body and your other interests must be openly declared and effectively managed so as to protect the good reputation of Knowes Housing Association and the RSL sector.
- 1.4 Where you have a personal business or financial interest in any matter that is relevant to our activities or is being considered (or is likely to be considered) or you know that someone to whom you are closely connected has such an interest, you must declare it promptly and record it in the Register of Interests.
- 1.5 This Appendix gives further guidance on how to declare and manage any personal (including personal business or financial) interests.

2. Examples of interests that must be declared

- 2.1 The following are examples of the kind of interest that you must declare. Please note that this list is not exhaustive, and there may be other interests that you should also declare.
 - Tenancy of a property (by you or someone to whom you are closely connected) of which we are the landlord.
 - Occupancy or ownership of a property (by you or someone to whom you are closely connected) which is factored or receives property related services from us.
 - Receipt of care or support services from us.

- Membership of a community or other voluntary organisation that is active in the area(s) we serve.
- Voluntary work with another RSL or with an organisation that does, or is likely to do, business with us.
- Membership of the governing body of another RSL.
- Being an elected member of any local authority where we are active.
- If you purchase goods or services from us.
- If you purchase goods or services from one of our approved contractors or Framework Agreement partners.
- Significant shareholding in a company that we do business with.
- Membership of a political, campaigning or other body whose interests and/or activities may affect our work or activities.
- Ownership of land or property in our areas of operation excluding for the purpose of your own residential use (i.e. there is no requirement for you to declare any house in which you currently live).
- Unresolved dispute relating to the provision of services in connection with a tenancy or occupancy agreement or a contractual dispute over the provision of goods or services with us.

2.2 If you are not sure whether a certain matter needs to be declared, you must seek guidance from the Chair or CEO. If doubt remains, the advice would always be to declare the matter.

2.3 You should note that in some circumstances, declaration of an interest may not be sufficient, and that it may be necessary for the organisation to take additional measures to deal satisfactorily with the situation so as to protect the probity and reputations of both yourself and the organisation.

3. Definition of 'close connection'

3.1 Someone 'closely connected' to you includes family members and persons who might reasonably be regarded as similar to family members even where there is no relationship by birth or in law.

3.2 The following table outlines those who you should consider when declaring interests:

Table A

Group 1 Members of your household	Group 2 People closely associated with you	Group 3 Others you need to consider
<p>Anyone who normally lives as part of your household, whether they are related to you or not, including spouses/partners who work away from home and sons and daughters who are studying away from home</p>	<ul style="list-style-type: none"> • Parents, parents-in-law and their partners • Sons and daughters; stepsons and step-daughters and their partners • Brothers and sisters and their partners • A partner's parent, child, brother or sister • Grandparents, grandchildren and their partners • Someone who is dependent on you or whom you are dependent on • Close friends 	<p>Other relatives (e.g. uncles, aunts, nieces, nephews & their partners)</p> <p>Other friends (e.g. someone you are acquainted with socially, neighbours, business contacts/associates)</p>

3.3 If you become aware of any action or involvement relating to **anyone** in the table then you should declare and manage this as soon as possible.

3.4 However, we recognise that you will not always be closely acquainted with or in regular contact with all of the people listed and we do not expect you to go to unreasonable lengths to identify actions or involvement that are covered by this policy.

3.5 Please note, we do expect you to be familiar with the actions of members of your household (Group 1) and of any other people listed in the table above with whom you are closely associated and/or in regular contact and you must take steps to identify, declare and manage these.

3.6 **You are not expected to be aware of the actions of people in groups 2 and 3 that you do not have a close association and/or regular contact**

with. We do not expect you to research into the employment, business interests and other activities of all persons with whom you are closely connected.

- 3.7 In relation to 3.3 – 3.6 above, when considering your actions you should do so from the point of view of a reasonable and objective observer.

Declaring personal interests

- 4.1 *Governing Body Members are required, on appointment, to complete a form to register any personal interests that could potentially conflict with their role and thereafter to complete a new form whenever there is a material change.*
- 4.2 You must keep your entry in the Register of Interests up to date, add any new interests as soon as they arise, and amend existing interests as soon as any change takes effect.
- 4.3 A situation may arise where you are invited to be present at a meeting where a matter in which you have a personal (or a personal business or financial) interest is discussed. In such cases you must inform the meeting chair at the start of the meeting, or as soon as you become aware that this is the case. You would then be required to leave the meeting for the duration of the particular item. If in any doubt, you should ask the meeting chair or another senior person present for guidance. This applies to all meetings that you attend as a member of our Governing Body – both internal and external.
- 4.5 Any failure to make a complete, accurate and prompt declaration - whether deliberately or through taking insufficient care - will be regarded as a breach of this Code.

Appendix 2 of code of Conduct for governing Body Members

Protocol for Dealing with a Breach of the Code of Conduct

A.1 This procedure sets out the arrangements that will normally apply to potential breaches of the Code of Conduct, which are defined as follows:

- (a) Breaches of the Code of Conduct (the Code) that occur during a meeting and involve a member being obstructive, offensive or disregarding the authority of the Chair
- (b) Other complaints about the conduct of a Member of the Governing Body
- (c) Information that suggests that there may have been a breach of the Code by a member of the Governing Body.

A.2 The Chair has delegated authority to deal with potential breaches of the Code, subject to Clause A.4 below. The Chair has delegated authority, in consultation with other office-bearers, to instruct, progress and conclude investigations carried out in accordance with this protocol.

A.3 A breach of the Code is a Notifiable Event, The Chair is responsible for ensuring that the necessary notifications are made to the Scottish Housing Regulator as soon as any breach comes to light, and that the SHR's requirements (as set out in the relevant guidance⁷) in terms of reporting the outcome of the investigation are met.

Conduct at meetings

A.4 Alleged breaches that occur during the course of a meeting (and which have not happened before) will normally be dealt with by the Chair or sub-committee Convenor, either during the meeting and/or within 24 hours of the meeting. In these circumstances, the Chair may ask the member to leave the meeting or a vote may be taken to exclude the member from the rest of the meeting. After the meeting, the Chair or sub-committee Convenor will discuss such behaviour with the member and may require the member to apologise or take such other action as may be appropriate. Where the Chair regards such behaviour as being very serious, it may also be investigated subsequently in accordance with the terms of this protocol, as will repeated incidents of a similar nature.

Other Complaints

A.5 It is recognised that potential breaches of the Code of Conduct may occur beyond Knowes Housing Association's premises (e.g. whilst a Governing Body member is at an external meeting, attending a training event or conference or otherwise representing us, or whilst engaging in social networking). Potential breaches may also involve inappropriate conduct in relation to colleagues, staff or service users. Potential breaches may also involve failure to follow the requirements of an approved policy.

⁷ Scottish Housing Regulator, April 2012, [Notifiable Events Guidance](#).

A.6 A potential breach of the Code, including repeated instances of poor conduct at meetings, will normally be the subject of an investigation, which will be managed by the Chair.

A.7 Not all potential breaches will be the subject of complaints or allegations. Where they are, they do not have to be made in writing but the Chair and Secretary/Senior Officer should ensure that there is always a written statement of the complaint or allegation that is used as the basis for the investigation.

A.8 In the event that an allegation is made anonymously, it will be investigated as thoroughly as possible, although it is recognised that it may not be possible to conclude any such investigation satisfactorily.

Investigation of a potential breach

A.9 Allegations of a breach should normally be made to the Chair or, where the complaint relates to the Chair, to another office-bearer. The Chair or office-bearer, in consultation with the other office-bearers, will decide whether to instruct an independent investigation or whether to carry out an internal investigation. No one who has any involvement in the complaint or the circumstances surrounding it will play any part in the investigation.

A.10 A potential breach of the Code of Conduct (other than that which is being dealt with as described at A.4) will be notified to the Governing Body by the Secretary within seven working days either of occurring or of receipt of the complaint. The notice will include a report on the proposed arrangements for investigation (but will not describe the detail of the complaint) and a recommendation of a suitable person to carry out the investigation. This recommendation should be made by the Chair who may seek advice from our solicitors.

A.11 All investigations will be objective and impartial. A potential breach of the Code of Conduct will normally be investigated by an independent person, unless it is decided that an internal investigation is appropriate (as set out at A9).

A.12 An internal investigation will be carried out by three Members of the Governing Body, not including the Chair, who will make a report and recommendations to the Governing Body. They will be supported in the conduct of the investigation by the Senior Officer.

A.13 Where the potential breach relates to the Chair or other office bearer, an independent investigation will always be carried out.

A.14 An independent investigation will normally be overseen by the Chair and one other office bearer, with support from the Senior Officer. In the event that the alleged breach relates to the Chair, one of the other office-bearers will act to fulfil the responsibilities ascribed to the Chair.

A.15 The Chair and other office-bearer, with any support they feel necessary, will

brief the agreed advisor/investigator and then consider their recommendations at the end of the investigation, before reporting to the Governing Body. Knowes Housing Association should always provide the investigator with a written brief that sets out the nature of the complaint and of the investigation to be carried out, as well as a timescale for completion and reporting. The brief may refer to any action previously taken that is relevant. Investigations should not usually take more than six weeks to conclude. The advisor/investigator will normally present their report to the Governing Body.

A.16 Any investigation of a potential breach should be notified to the individual concerned within seven days of the decision to investigate. The Governing Body Member must be notified in writing of the nature of the complaint and the arrangements proposed for investigation.

A.17 The Governing Body Member whose conduct is being investigated will not be party to any of the discussions relating to the investigation. Any Governing Body Member who is the subject of a complaint is expected to co-operate with any investigation carried out. The Governing Body should agree to grant leave of absence to a member who is the subject of a complaint whilst an investigation is carried out.

A.18 A meeting of the Governing Body will be held to consider the report and recommendations from the investigation and to determine what action should be taken against any individual who is found to have been in breach of the Code.

A.19 The Governing Body will report the findings of the investigation and the proposed action to the member concerned within seven days of the meeting at which the report of the investigation was considered.

A.20 Where, following an investigation, it is concluded that a serious breach has occurred, the Governing Body may require the member to stand down from their position in accordance with the Rules.

A.21 If the Governing Body proposes to remove a member, following investigation, the member will have the right to address the full Governing Body before their decision is taken at a special meeting called for that purpose. Any such decision must be approved by a majority of the remaining members of the Governing Body, in accordance with our rules ⁸

⁸ In the 2013 Model Rules, a majority of the remaining members must agree to the removal of a member but, in some earlier versions of the Rules, the requirement is for two-thirds of the remaining members to agree: the appropriate reference should be inserted here.

Action to Deal with a Breach

A.22 If, following investigation, a breach of the Code is confirmed, action will be taken in response. This action will reflect the seriousness of the circumstances. It may take the form of some or all of the following:

- ♦ an informal discussion with the member concerned
- ♦ advice and assistance on how his or her conduct can be improved
- ♦ the offer of training or other form of support
- ♦ a formal censure
- ♦ a vote to remove the Member from the Governing Body

A.24 The outcome of any investigation will be notified to the Scottish Housing Regulator.

Definitions

A.25 Knowes Housing Association will regard the following actions as a “serious breach” of the Code of Conduct (this list is not exhaustive):

- Failure to act in our best interests and/or acting in a way that undermines or conflicts with the purposes for which we operate.
- Support for, or participation in, any initiative, activity or campaign which directly or indirectly undermines or prejudices our interests or those of our service users, or our contractual obligations.
- Accepting a bribe or inducement from a third party designed to influence the decisions we make.
- Consistent or serious failure to observe the terms of the Code of Conduct.

Approval and Review

A.26 This protocol was approved by the Governing Body of Knowes Housing Association on 26th June 2018. It will be reviewed immediately following its implementation to deal with a potential breach or not later than July 2021, whichever is the earlier.

Role Description for Chair of Knowes HA

1. Introduction

- 1.1 This role description sets out the particular duties and responsibilities that attach to the Chair of Knowes HA [and to the Chairs of Knowes HA's sub-committees]. The responsibilities described here are additional to those set out in the Governing Body Members' (GBM) role description. It should be considered alongside Knowes HA's Rules and Standing Orders.
- 1.2 This role description will be used to support the annual review of the Governing Body's effectiveness. It will be used to appoint the Chair [and sub-committee Chairs] after each AGM. GBMs who wish to be considered for this office will be invited to say how, if elected, they will carry out the duties that are set out here before the election takes place.
- 1.3 In the event that the Chair is unable to fulfil their responsibilities, the Vice Chair will carry out the duties of the Chair.
- 1.4 As set out in the Standing Orders, the Chair of Knowes HA may not also serve as the Chair of a sub-committee and each sub-committee must elect a different Chair.
- 1.5 An overview of the Role of the Chair is outlined in Rule 59.5 of Knowes HA's Rules.
- 1.6 The Chair will be elected by the Governing Body each year at the first Governing Body meeting following the AGM. Whilst the Chair of Knowes HA can be re-elected, in accordance with Rule 59.10 of Knowes HA's Rules, they cannot serve a continuous term of more than five years. There is no expectation that the Chair must serve the full five year maximum term.

2. Key Responsibilities

- 2.1 The Chair must act, and be seen to act, at all times on behalf of the Governing Body. The Chair's key responsibilities are:
 - To lead the Governing Body or sub-committee constructively, provide direction and manage meetings effectively
 - To develop and maintain a constructive and positive working relationship with the Chair and Director and senior staff
 - To uphold Knowes HA's Code of Conduct and promote good governance
 - To ensure that Knowes HA's business is conducted effectively between meetings and that emergency decisions are taken appropriately when required

3. Leadership and Direction

- 3.1 The Chair is expected to:
 - Represent Knowes HA positively and effectively

- Set the style and tone of Governing Body or sub-committee meetings to ensure effective and participative decision making
- Promote and uphold the Code of Conduct for Knowes HA's Governing Body
- Ensure that the necessary arrangements are in place to enable Knowes HA to honour its obligations, achieve its objectives and meet agreed targets
- Demonstrate and support the principles of good governance at all times
- Ensure that the Governing Body has access to the range of skills, knowledge and experience necessary for the achievement of Knowes HA's aims and objectives and for the fulfilment of the Governing Body's responsibilities
- Ensure that the Governing Body has access to the necessary advice, information and support to fulfil its responsibilities and that, where appropriate, external and/or specialist advice is sought
- Provide support to new and experienced Governing Body Members by promoting access to relevant induction, training and development opportunities

4. Working with the Director

4.1 The Chair should:

- Establish a constructive relationship with the Director and ensure that their respective roles of leading and managing are recognised and promoted effectively. Sub-committee Chairs should establish similar relationships with the relevant senior staff member.
- Ensure that the conduct of Knowes HA's business continues effectively between meetings of the Governing Body and act under delegated or emergency authority when necessary
- In the event of a vacancy, ensure that effective arrangements are implemented for the recruitment and appointment of a Director, in accordance with Knowes HA's agreed recruitment practices
- Carry out, with at least one other Governing Body member, the Director's annual appraisal and report to the Governing Body
- Ensure that appropriate arrangements are in place and implemented effectively for the support and remuneration of the Director

- In the event that it is necessary, be responsible for dealing with a grievance or disciplinary action in respect of the Director, in accordance with Knowes HA's agreed procedures

5. Promoting Good Governance

5.1 The Chair is required to:

- Promote and demonstrate the highest standards of ethical conduct and integrity
- Initiate any investigation under the terms of Knowes HA's Code of Conduct
- Chair all general meetings of Knowes HA in accordance with the Rules
- Chair all Governing Body meetings of Knowes HA, in accordance with the Rules and Standing Orders
- Ensure that all Governing Body members have access to appropriate information and have an opportunity to contribute to discussion and consideration of all matters requiring their attention
- Manage meetings effectively to ensure that there is sufficient time for the consideration of all relevant issues; for performance to be monitored effectively and for risk to be assessed realistically
- Ensure that all delegated authorities are monitored and reporting arrangements are implemented effectively

6. Conduct of HA's Business

6.1 The Chair is expected to:

- Ensure that Knowes HA's business is efficiently and accountably conducted between Governing Body meetings
- Sign cheques and documents requiring the Governing Body or the Chair's authorisation, in accordance with Knowes HA's standing orders
- Take decisions on behalf of the organisation in the event of emergencies that occur outside the regular meeting cycle and report these back to the Governing Body for ratification
- Ensure that the skills, knowledge and support available to the Governing Body are kept under periodic review

7. Monitoring and Review

7.1 This role description was approved by the Governing Body on 26th June 2018. It will be reviewed not later than July 2021.

Role Description for Vice Chair of Knowes HA

1. Introduction

1.1 This role description sets out the particular duties and responsibilities that attach to the Vice Chair of Knowes HA. The responsibilities described here are additional to those set out in the Governing Body Members' (GBM) role description. It should also be considered alongside:

- the Role Description for the Chair of Knowes HA;
- Knowes HA's Rules; and
- Knowes HA's Standing Orders.

1.2 In the event that the Chair of Knowes HA is unable to fulfil their responsibilities, the Vice Chair will carry out these duties.

1.3 The position of Vice Chair will be elected by the Governing Body, every year at the first meeting following the AGM.

1.4 In accordance with Rule [59.10] of Knowes HA's Rules, the Chair cannot serve a continuous term of more than five years. There is no expectation that the Chair must serve the full five year maximum term.

1.5 When the Chair stands down, the Vice Chair in post will be asked if they wish to stand for election to become Chair.

1.6 The role of Vice Chair must be carried out by a Governing Body member, and may also be carried out by a former office bearer.

2. Role of Vice Chair

2.1 The role of the Vice Chair is to deputise, support and (where required) stand in for the Chair of Knowes HA. Therefore, this role description must be read in conjunction with the Role Description for the Chair of Knowes HA.

2.2 When known in advance, the Vice Chair should ensure that they are available for any Governing Body meeting that the Chair is unable to attend – e.g. where the Chair has booked a holiday. Close liaison with the Chair is a key requirement of the role.

2.3 The individual holding the post of Vice Chair will gain training and insight as to whether they would like to consider performing the role of Chair in the future.

3. Monitoring and Review

3.1 This role description was approved by the Governing Body on 26th June 2018. It will be reviewed not later than August 2021.

Role Description for Secretary of Knowes HA

1. Introduction

1.1 This role description sets out the particular duties and responsibilities that attach to the Secretary of Knowes HA. The responsibilities described here are additional to those set out in the Governing Body Members' (GBM) role description. It should also be considered alongside Knowes HA's Rules and Standing Orders.

1.2 The role of the Secretary will be carried out by a Governing Body Member of Knowes HA who will be elected by the Governing Body, every year at the first meeting following the AGM.

1.3 Where appropriate, the Secretary's duties can be delegated to an appropriate employee of Knowes HA, with the Secretary assuming responsibility for ensuring that they are carried out in an effective manner.

2 Duties of the Secretary

2.1 Knowes HA's Rules specify the Role of the Secretary in detail. [All references to the Secretary within Knowes HA's Rules are provided as Annex 1]

2.2 The duties of the secretary include:

- Calling and going to all Annual General Meetings, Special General Meetings and Governing Body meetings
- Keeping the minutes for all Annual General Meetings, Special General Meetings and Governing Body meetings
- Sending out letters, notices calling meetings and relevant documents to Members before a meeting
- Preparing and sending all the necessary reports to the Financial Conduct Authority and the Scottish Housing Regulator
- Ensuring compliance with Knowes HA's Rules
- Keeping the Register of Members and other Registers required by Knowes HA's Rules
- Supervision of the Knowes HA's seal

3. Monitoring and Review

3.1 This role description was approved by the Governing Body on 26th June 2018. It will be reviewed not later than July 2021.

Annex 1 – References to Secretary Within Knowes HA’s Rules

1. Rules Relating to Correspondence with Members

[Rule 10]

If you change your address, you must let the Association know by writing to the Secretary at the registered office within three months. This requirement does not apply if you are a tenant of the Association and have moved home by transferring your tenancy to another property owned and managed by the Association.

[Rule 11.1.1]

Your membership of the Association will end and the Committee will cancel your share and record the ending of your membership in the Register of Members if you (a Member) resign your membership giving seven days’ notice in writing to the Secretary at the registered office.

[Rule 11.1.4.2]

(This refers to part of the procedure for cancelling a Membership by virtue of receiving a complaint)

The Secretary must notify the Member of the complaint in writing no less than one calendar month before the meeting takes place

2. Rules Relating to Annual and Special General Meetings

[Rule 21.1]

All general meetings other than annual general meetings are known as special general meetings. The Secretary will call a special general meeting if:

[21.1.1] the Committee requests one; or

[21.1.2] At least four Members request one in writing. If there are more than 40 Members, at least one tenth of all the Members must ask for the meeting.

[Rule 21.2]

Whoever asks for the meeting must give the Secretary details of the business to be discussed at the meeting.

[Rule 21.3]

If a special general meeting is requested, the Secretary must within 10 days of having received the request give all Members notice calling the meeting. The meeting must take place within 28 days of the Secretary receiving the Members' request. The Secretary should decide on a time, date and place for the meeting in consultation with the Committee or the Chairperson, but if such consultation is not practicable the Secretary can on his/her own decide the time, date and place for the meeting.

[Rule 21.4]

If the Secretary fails to call the meeting within ten days, the Committee or the Members who requested the meeting can arrange the meeting themselves.

[Rule 22.1]

The Secretary will call all general meetings by written notice posted or sent by fax or email to every Member at the address, fax number or email address given in the Register of Members at least 14 days before the date of the meeting. This notice will give details of:

[22.1.1] the time, date and place of the meeting;

[22.1.2] whether the meeting is an annual or special general meeting;

[22.1.3] the business for which the meeting is being called

[Rule 22.2]

The Committee may ask the Secretary to include with the letter or send separately to Members any relevant papers or accounts. If a Member does not receive notice of a meeting or papers relating to the meeting, this will not stop the meeting going ahead as planned. Each communication sent to a Member by post, addressed to his or her registered address, shall be deemed to have arrived forty eight hours after being posted. Each communication sent to a Member by fax or email shall be deemed to have arrived on the day it is sent.

[Rule 27.6]

If there is to be an election of Committee Members at an Annual General Meeting, you can vote by post. Not less than 14 days before a meeting is held at which one or more Committee Members will be elected, you will receive a ballot paper for the election. You can vote in the election by returning the ballot paper to the Secretary at least 5 days before the day of the meeting, or by bringing your ballot paper along to the meeting.

3. Rules Relating to Committee Meetings and Special Committee Meetings

[Rule 50]

Committee Members must be sent written notice of Committee meetings posted, or delivered, by hand or sent by fax or email to the last such address for such communications given to the Secretary at least seven days before the date of the meeting. The accidental failure to give notice to a Committee Member or the failure of the Committee Member to receive such notice shall not invalidate the proceeding of the relevant meeting.

[Rule 56.1]

The Chairperson or two Committee Members can request a special meeting of the Committee by writing to the Secretary with details of the business to be discussed. The Secretary will send a copy of the request to all Committee Members within three working days of receiving it. The meeting will take place at a place mutually convenient for the majority of Committee Members, normally the usual place where Committee Meetings are held, between 10 and 14 days after the Secretary receives the request.

[Rule 56.3]

If the Secretary does not call the special meeting as set out above, the Chairperson or the Committee Members who request the meeting can call the meeting. In this case, they must write to all Committee Members at least seven days before the date of the meeting.

4. Rules Relating to the Role of the Secretary

[Rule 59.1]

The Association must have a Secretary, a Chairperson and any other Office Bearers the Committee considers necessary. The Office Bearers, except for the Secretary, must be elected Committee Members and cannot be co-optees. An employee may hold the office of Secretary although not be a Committee Member. The Committee will appoint these Office Bearers. If the Secretary cannot carry out his/her duties, the Committee, or in an emergency the Chairperson, can ask another Office Bearer or employee to carry out the Secretary's duties until the Secretary returns.

[Rule 59.2]

The Secretary and the other Office Bearers will be controlled, supervised and instructed by the Committee.

[Rule 59.3]

The Secretary's duties include the following (these duties can be delegated to an appropriate employee with the Secretary assuming responsibility for ensuring that they are carried out in an effective manner):

[59.3.1] calling and going to all meetings of the Association and all the Committee Meetings;

[59.3.2] keeping the minutes for all meetings of the Association and Committee;

[59.3.3] sending out letters, notices calling meetings and relevant documents to Members before a meeting;

[59.3.4] preparing and sending all the necessary reports to the Financial Conduct Authority and The Scottish Housing Regulator;

[59.3.5] ensuring compliance with these Rules;

[59.3.6] keeping the Register of Members and other registers required under these Rules; and

[59.3.7] supervision of the Association's seal.

[Rule 59.4]

The Secretary must produce or give up all the Association's books, registers, documents and property whenever requested by a resolution of the Committee, or of a general meeting.

[Rule 59.9]

The Chairperson can resign his/her office in writing to the Secretary and must resign if s/he leaves the Committee or is prevented from standing for, or being elected to the Committee under Rule 43. The Committee will then elect another Committee Member as Chairperson.

[Rule 63]

The Association shall execute deeds and documents in accordance with the provisions of the Requirements of Writing (Scotland) Act 1995 and record the execution in the register. The use of a common seal is not required. The Association may have a seal which the Secretary must keep in a secure place unless the Committee decides that someone else should look after it. The seal must only be used if the Committee decides this. When the seal is used, the deed or document must be signed by the Secretary or a Member of the Committee or another person duly authorised to subscribe the deed or document on the Association's behalf and recorded in the register.

[Rule 68]

At the last Committee Meeting before the annual general meeting, the Secretary must confirm in writing to the Committee that Rules 62 to 67 have been followed or, if they have not been followed, the reasons for this. The Secretary's confirmation or report must be recorded in the minutes of the Committee Meeting.

[Rule 75.1]

Every year, within the time allowed by the law, the Secretary shall send to the Financial Conduct Authority the annual return in the form required by the Financial Conduct Authority.

[Rule 75.2]

The Secretary must also send:

[75.2.1] a copy of the auditor's report on the Association's accounts for the period covered by the return; and

[75.2.2] a copy of each balance sheet made during that period and of the auditor's report on that balance sheet.

[Rule 85]

The Secretary shall, on demand, provide a copy of the Rules of the Association free of charge

to any Member who has not previously been given a copy and, upon payment of such fee as

the Association may require, not exceeding the amount specified by law, to any other person.

21. **Role Description for Governing Body Members**

Role Description for Governing Body Members of Knowes HA

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 1)

1.1 This role description has been prepared to set out the responsibilities that are associated with being a Governing Body Member (GBM) of Knowes Housing Association (Knowes HA). It should be read in conjunction with the accompanying person specification and Knowes HA's Rules and Standing Orders.

1.2 Knowes HA is a Registered Social Landlord 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 Knowes HA encourages people who are interested in the Association's work to consider seeking election as a GBM and is committed to ensuring broad representation from the communities that it serves. GBMs 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 governing body is able to fulfil its purpose. We 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 Governing Body, whether elected or co-opted, new or experienced. It is subject to periodic review.

2. Primary Responsibilities

2.1 As a GBM your primary responsibilities are, with the other members of the Governing Body, to

Lead and direct Knowes work

Promote and uphold Knowes values

Set and monitor standards for service delivery and performance

Control Knowes affairs and ensure compliance

2.2 Responsibility for the operational implementation of Knowes HA's strategies and policies is delegated to the Chief Officer.

3. Key Expectations

3.1 Knowes HA has agreed a Code of Conduct for Governing Body Members which every member is required to sign on an annual basis.

3.2 Each GBM must accept and share collective responsibility for the decisions properly taken by the Governing Body. Each GBM is expected to contribute actively and constructively to the work of Knowes HA. All members are equally responsible in law for the decisions made.

3.3 Each member must always act only in the best interests of Knowes HA and its customers, and not on behalf of any interest group, constituency or other organisation. GBMs cannot act in a personal capacity to benefit themselves or someone they know.

4. Main Tasks

To contribute to formulating and regularly reviewing Knowes HA's values, strategic aims and performance standards

To monitor Knowes HA's performance

To ensure that Knowes HA operates within and is compliant with the relevant legal and regulatory frameworks

To ensure that risks are realistically assessed and appropriately monitored and managed

To ensure that Knowes HA is adequately resourced to achieve its objectives and meet its obligations

To act, along with the other members of the governing body, as the employer of Knowes HA's staff

5. Duties

Act at all times in the best interests of Knowes HA

Accept collective responsibility for decisions, policies and strategies

Attend and be well prepared for meetings of the governing body and sub-committees

Contribute effectively to discussions and decision making

Take part in training and other learning opportunities

Take part in an annual review of the effectiveness of Knowes HA's governance and of your individual contribution to XXHA's governance

Maintain and develop your personal knowledge of relevant issues and the wider housing sector

Represent Knowes HA 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 governing body and between the governing body and staff

Be aware of and comply with our policy on the restrictions on payments and benefits

Register any relevant interests as soon as they arise and comply with Knowes HA's policy on managing conflicts of interest

6. Commitment

6.1 An estimate of the annual time commitment that is expected from GBMs is:

Attendance at up to 10 regular meetings of the Governing Body

Reading and preparation for meetings of the governing body

Attendance at up to 10 sub-committee meetings

Reading and preparation for sub-committee meetings

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

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

7. What Knowes HA Offers GBMs

7.1 [All GBMs are volunteers and receive no payment for their contribution]. Knowes HA has policies which prevent you or someone close to you from benefiting personally from your involvement with Knowes HA, although these policies also seek to ensure that you are not unfairly disadvantaged by your involvement with Knowes HA. All out of pocket expenses associated with your role as a GBM are fully met and promptly reimbursed.

7.2 In return for your commitment, Knowes HA offers:

A welcome and introduction when you first join the governing body;

A mentor from the governing body and a named staff contact for the first six months, with ongoing support

Clear guidance, information and advice on your responsibilities and on Knowes HA'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
The chance to network with others with shared commitment and ideals

8. Review

8.1 This role description was approved by the Governing Body on 26th June 2018. It will form the basis of the annual review of the effectiveness of your contribution to our governance. It will be reviewed by the Governing Body not later than July 2021.

21. Letter of Appointment to Governing Body

<Date>

Knowes Housing Association - Appointment to the Governing Body

I am very pleased to confirm your appointment as a Member of the Governing Body of Knowes Housing Association. Your appointment dates from XXXXXXX and will last until such time as required to stand down, in accordance with the Associations' rules.

I hope that you will find your time as a Governing Body Member interesting and rewarding. This letter sets out what the Association expects from you and what you can expect in return.

The Governing Body is responsible for determining the strategy and providing leadership to the Association and for ensuring that the work of the Association is effectively controlled. It is important for the reputation of both Knowes Housing Association and of the Housing Association sector as whole that we are able to demonstrate the highest standards of probity, accountability and integrity. These standards are set out in the attached Regulation of Social Housing in Scotland, published by the Scottish Housing Regulator, and apply to the whole Housing Association sector.

Being a Governing Body Member involves important responsibilities and involves you making a commitment of time. These are set out in the document you have already received "Description for Governing Board Members", which explains the expectations of you as an individual as well as of the Governing Body collectively.

We would draw your attention in particular to the Code of Conduct (which forms part of the Role Description), which details the expectations relating to the conduct of individuals on the Governing Body. These expectations are vital to the effective governance of the organisation, and it is important that each Member understands and accepts these responsibilities. Accordingly, I am aware you have signed the acceptance form within the Code of Conduct.

Breaches of the Code of Conduct can have serious implications for the work and reputation of the Association. For this reason, we wish to bring to your attention the action that may be taken in the event of any breach; this is set out in the Policy and Procedures for Dealing with Breaches of the Code of Conduct.

We are committed to supporting the work of Governing Body Members, in order that their role can be both satisfying and manageable. We have therefore drawn up a Policy on Support to the Governing Body. You can be assured that we will assist you in whatever way is possible.

I look forward to working with you

<insert name>

Chairperson