



Management Committee Members Guide

1. Introduction

This Guide provides information to help you in your role as a member of our Management Committee. It forms part of the Induction Pack for new Committee members and it is also a useful reference for more experienced members. You can also access information about us by visiting our website where you will find our Guide to Information which has links to our key planning and policy documents as well as publications, minutes and accounts.

Your fellow Committee members and senior staff will also be happy to provide you with information and answer queries and questions. Being a Committee member is a big responsibility and it takes a while to feel confident, so please do not be reluctant to ask for an explanation or more information.

We are a fully mutual housing co-operative. Our aims and objectives are:

Mission Statement

We are committed to providing excellent housing and services to our members, residents and service users.

Vision

By putting our members at the centre of everything we do, we will maintain a safe, popular area where people are happy to live.

Values

Our values are central to what we do and incorporate the importance that we place on people, services and quality. They shape how we operate to achieve our mission and the objectives set out in this plan, underpinning all of the work that we do:

Excellence	We are committed to providing high quality, customer focused services that demonstrate value for money, delivered by an experienced staff team.
Integrity	Openness, honesty, transparency and trust are at the core of all that we do.
Inclusion	We believe all people should be treated with equal respect, irrespective of age, gender, physical ability, race, ethnic background or sexual orientation. We will ensure that all our actions, policies and procedures support equality for all.
Accountability	We hold ourselves accountable to the community we serve, the partners we work with and the agencies that support us, by providing the appropriate information all stakeholders and partners need, in order to assess our performance and to be able to contribute effectively to its development and improvement.
Community	We are proud to be a fully mutual housing Co-operative controlled by our members on the Management Committee, serving the community in which we work.
Co-operative Principles	
The Co-operative is pleased to be a member controlled fully mutual housing co-operative, and supports the International Co-operative Alliance principles of:	
<ul style="list-style-type: none"> ▪ Voluntary and open membership ▪ Democratic member control ▪ Member economic participation ▪ Autonomy and independence ▪ Education, training and information ▪ Co-operation amongst co-operatives ▪ Concern for community 	

2. What do RSLs do?

Housing associations and co-operatives have been active in Scotland for almost fifty years and collectively own and manage nearly 290,000 houses. Their formal title is 'Registered Social Landlord' (RSL).

The sector is extremely varied – some housing associations own less than 500 houses whilst others are responsible for more than 15,000 (the biggest

Scottish RSL owns and manages around 40,000 houses). All RSLs are independent organisations that are responsible for their own activities, funding and performance. Some are part of a group structure – this means that they have a legal connection with other organisations that might also be landlords or which might provide related services such as repairs and maintenance or training or advice and support.

RSLs provide housing, mainly for rent, for people across Scotland. We let our houses on **Scottish Secure Tenancies** (SST) and our housing stock is expected to meet the **Scottish Housing Quality Standard** (SHQS) and the **Energy Efficiency Standard for Social Housing** (EESH). RSLs are part of the social rented sector (along with councils) and provide homes for people who are in housing need; they are committed to supporting sustainable communities that people want to live in.

Some RSLs are active in a specific geographical area (e.g. part of a city or town or a rural area) whilst others specialise in providing housing for particular groups of people (such as older people or people with particular needs). Although the majority concentrate on providing good quality rented housing, many also provide low cost housing for sale and shared equity. Some combine their housing services with the provision of support, either by themselves or in partnership with other organisations. RSLs do more than just let and maintain houses: they are active in the communities that their tenants live in, providing and supporting a wide range of other activities such as:

- Welfare advice – helping people make sure they are accessing all the financial support they are entitled to; offering support and assistance in making claims for benefits and support with living costs; promoting financial inclusion through accessible banking and offering advice and support on dealing with debt;
- Energy advice – providing help and assistance to reduce energy costs for tenants and help tackle fuel poverty
- Employment and training initiatives – for example, offering apprenticeships and training, both independently and in partnership with construction and maintenance companies
- Care and Repair – helping older and disabled people to remain independent in their own homes by providing schemes that help with repairs, maintenance and adaptations
- Factoring – providing maintenance and repairs services to owners who live in flats in areas where the housing association is active

- Green Initiatives – supporting sustainability and re-cycling initiatives within communities, such as community growing projects and allotments; renewable energy initiatives and furniture recycling projects

Effective partnerships are critical to the success of RSLs – key partners include the local authority, Scottish Government, banks, regulators, other landlords, local charities and, of course, our tenants and the communities in which we are active.

RSLs are ‘registered’ with the Scottish Housing Regulator (SHR) which was established by the Housing (Scotland) Act 2010. Its objective is to safeguard and promote the interests of current and future tenants, homeless people and other people who use services provided by social landlords. We are required to meet the SHR’s regulatory requirements (see [section 8](#)).

RSLs do not trade for profit and all of the income that they generate is used to meet their running costs and invest in their current and future activities. Most are Registered Societies, although some are companies limited by guarantee; many are also Scottish Charities and those that provide support or care are registered with the Care Inspectorate. Our sector is very heavily regulated and we must demonstrate compliance with the requirements of all of our regulators as well as our funders.

WWHC is a registered society under the Co-operative and Community Benefit Societies Act 2014, a Registered Scottish Charity (SC038737) and a Registered Social Landlord (RSL) with the Scottish Housing Regulator (C381)

Our primary source of income is from tenants’ rents. We aim to provide the highest possible standards of service whilst keeping rents affordable: this means that we are committed to delivering value for money across all of our business activities – keeping costs low through effective procurement and careful performance management and paying staff competitive salaries that attract and retain skilled and experienced people. As an RSL, we are required to manage our resources to ensure “...financial well-being, while maintaining rents at a level that tenants can afford to pay”¹

We report our activities to our members and tenants in regular newsletters, via our website and through our annual performance report that is published in October. We are required to report our performance in meeting the Scottish Social Housing Charter to the SHR annually in May and

¹ SHR Regulatory Standards of Governance and Financial Management Standard 3 (February 2019)

we are required to confirm our compliance with the Regulatory Framework by October each year.

3. What the governing body does

We refer to our governing body as the Management Committee. Committee members are not paid for their contribution, although out of pocket expenses are reimbursed.

The effectiveness of the contributions made by individual Committee members is reviewed annually.

The Management Committee is responsible for leading the organisation: setting policy and strategy, monitoring performance and ensuring legal and regulatory compliance. It operates at a strategic level and delegates responsibility for the day-to-day management and running of the organisation to staff, through the Director. The Committee has agreed a Scheme of Delegation that sets out the responsibilities that it retains and those that are delegated either to staff or to sub-committees. The Scheme of Delegation also makes provision for emergency arrangements and establishes a procedure for decision-taking between Committee meetings.

Governance is the term used to describe the arrangements that an RSL has to lead the organisation, provide strategic direction and effective control. Good governance ensures that the co-operative's objectives and standards are clear; that the organisation is well run and that performance is good and monitored effectively. It also means that a sensible approach to risk is adopted and that high ethical standards are applied.

Good governance depends on a constructive relationship between the Committee and senior staff: each have their own distinct responsibilities that complement the other and the Committee is responsible for ensuring that there is an effective relationship in place – the Chair is specifically responsible for maintaining an effective relationship with the Director. The Committee is the employer of our staff.

The Committee's main responsibilities are to:

- Lead the co-operative effectively
- Define, uphold and promote the organisation's values
- Set our strategy and direction
- Agree the annual budget and ensure financial viability
- Take account of tenants' views in respect of rents and services
- Monitor performance

- Manage risk
- Ensure legal, constitutional and regulatory compliance and submit and Annual Assurance Statement
- Promote and demonstrate good governance

All Committee members must accept collective responsibility for the decisions that the Committee takes and the actions and policies that it approves.

The Committee is also responsible for ensuring that we maintain effective relationships with our partners, although day to day responsibility is delegated to staff. The Committee is responsible for ensuring that the requirements of our Codes of Conduct for Committee members and for staff are upheld. The Committee must also ensure that it has the necessary range of skills, knowledge and experience to fulfil its role and that our staff have the skills, qualifications and expertise to deliver what is required of them. From time to time the Committee will require external independent and/or professional advice e.g. from accountants, lawyers, surveyors etc.

Staff support the Committee by providing professional advice and expertise: they are responsible for providing the Committee with high quality information and advice to make decisions and for implementing the Committee's decisions effectively. Staff are responsible for the day-to-day management and operation of the co-operative – for implementing policies, making decisions, managing our relationship with tenants and service users, dealing with complaints and queries, liaison with partners, funders and regulators. Staff are also responsible for consulting with tenants [e.g. through our tenant scrutiny panel and focus groups].

Our Rules set out the requirements of the Committee and the duties of the Chair and Secretary. Our Committee should not have less than 7 members and not more than 15. We review the range of skills, knowledge and experience that the Committee requires on an annual basis to ensure that we have access to the necessary expertise and experience to meet our objectives. Where gaps are identified, we try to address them through training and/or recruitment.

Our Committee usually meets 11 times a year and agrees a meeting calendar in advance. Papers are issued a week in advance by post and you are encouraged to raise any queries you might have in advance with the relevant officer to ensure that any additional information is available. New Committee members have the opportunity to discuss the papers in advance of the meeting.

In order to ensure that the Committee operates as efficiently as possible, we have established sub-committees which are able to consider issues in more detail than is possible at Management Committee meetings. The remits for these sub-committees describe their role and responsibilities and set out any powers they have to make decisions and commit expenditure.

Sub-committees can only act in accordance with the responsibilities that are delegated to them by the Management Committee and their remits form part of the Scheme of Delegation. Sub-committee decisions must be reported to the next Management Committee meeting. The Committee may also establish working or task groups to progress specific issues such as new initiatives or a review of service delivery: their role is to advise the Committee which must approve their remit and oversee their activities.

4. The role of a Committee member

Committee members are elected following elections at the AGM. Committee members elected in this way must be members of the Co-operative. All our tenants are members. Our Membership Policy – which is approved by the Committee - describes how we apply criteria to applications from prospective members. Up to one third of the number of elected members can be co-opted to the Committee (up to the maximum of 15): co-opted Committee members can only serve until the next AGM; then they must stand down but may stand for election.

As a member of the Committee you must always act in the best interests of WWHC and you must not be influenced by any personal, business, financial or other interests. You are required to declare any such interests and manage them appropriately, in accordance with our Entitlements, Payments and Benefits Policy and our policy on declaring and managing Conflicts of Interest. In order to be a member of the Committee, you must sign and agree to uphold our Code of Conduct. You must also accept collective responsibility for decisions that the Committee has taken (provided the decision has been taken properly and is in accordance with our rules, policies and procedures).

All Committee members are expected to use their skills, knowledge and experience for the benefit of the co-operative. Members will offer a variety of experience, knowledge and backgrounds: it is essential that our Committee has an appropriate range of skills, knowledge and experience to support the organisation to achieve its aims.

Every Committee member shares the same level of responsibility regardless of their background or of their position as an elected or co-opted member. The responsibilities are set out in the role description.

Committee members are expected to:

- Attend and be well prepared for meetings
- Contribute effectively to discussions and decision making
- Use their experience and expertise effectively to inform the work of the committee
- Contribute to annual reviews of our performance, activities and progress
- Take part in training and other learning opportunities
- Take part in an annual review of the effectiveness of our governance
- Participate in an annual review of your individual contribution to our governance
- Maintain and develop your knowledge of relevant issues and the wider housing sector
- Represent WWHC positively and effectively
- Respect and maintain confidentiality of information
- Treat colleagues with respect and foster effective working relationships within the Committee and between the Committee and staff
- Be aware of and comply with the restrictions on payments and benefits
- Register any relevant interests as soon as they arise and comply with our policy on managing conflicts of interest

To support you in your role, new Committee members are expected to take part in an Induction Programme which offers opportunities to meet staff and find out more about what we do.

All Committee members are expected to participate in training to keep their knowledge up to date: this might take the form of:

- Briefings provided by staff
- In-house training from an external source
- Attendance at conferences and events
- Reading publications and journals
- On-line research

Members of the Committee elect the Chair (who must be an elected Committee member). The Chair has additional responsibilities which are described in the Chair's Role Description and which include:

- Leading the Committee constructively, providing direction and managing meetings effectively
- Developing and maintaining a constructive and positive working relationship between the Chair and Director and between sub-committee chairs and senior staff
- Upholding the Code of Conduct and promoting good governance; ensuring that any breaches are investigated appropriately
- Ensuring that WWHC's business is conducted effectively between meetings and that emergency decisions are taken appropriately when required
- Ensuring that the Committee has access to the range of skills, knowledge and experience necessary for the achievement of WWHC's aims and objectives and for the fulfilment of the Committee's responsibilities
- Ensuring that the Committee has access to the necessary advice, information and support to fulfil its responsibilities and that, where appropriate, external and/or specialist advice is sought
- Providing support to new and experienced Committee members by promoting access to relevant induction, training and development opportunities

All Committee members are expected to contribute positively to our governance by being well prepared for meetings, willing to contribute your views and opinions and ensuring that we are seen to operate to the highest standards of governance, integrity and probity.

Each year, every Committee member is required to take part in a review of your individual contribution to our governance. This is carried out by the Chair and is used to inform the development of annual training and development programmes for the Committee and its members. Our Rules and Code of Conduct require Committee members to participate in this process, which is a regulatory requirement.

5. The responsibilities of being a Committee member

Being a Committee member is a voluntary role which carries legal responsibilities that are the same as those of a company director. These include:

- Using your skills, experience and judgement to help make the business (i.e. the Co-operative) successful
- Following the co-operative's rules and ensuring it meets its legal obligations
- Making decisions for the benefit of the co-operative, not yourself
- Declaring any personal interests
- Ensuring that the co-operative keeps accurate records
- Making sure the accounts present and 'true and fair view' of the co-operative's finances
- Complying with the law (e.g. health and safety; employer responsibilities; data protection)

These responsibilities are reflected in the role description and in the Code of Conduct that you must sign annually.

We are also a Scottish Charity: this means that Board members are **Charity Trustees** with legal responsibilities which include:

- Acting in the charity's best interests at all times
- Ensuring that the charity's activities comply with its aims and objectives
- Acting with the same care and diligence that you would in managing your own, or someone else's affairs
- Complying with all relevant legislation
- Ensuring that the charity fulfils its reporting obligations to the Office of the Scottish Charity Regulator (OSCR), including the submission of an annual return and accounts

Our **Code of Conduct** is the framework that reflects these duties. It contains seven principles:

Selflessness: You must act in our best interests 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

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

Honesty: You must ensure that you always act in the best interests of the organisation and that all activities are transparent and accountable

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

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

Accountability: You must take responsibility for and be able to explain your actions, and demonstrate that your contribution to our governance is effective

Leadership: you must uphold our principles and commitment to delivering good outcomes for tenants and other service users and lead the organisation by example

It is a condition of being a Committee member that you sign and uphold the terms of the Code of Conduct. You must be able to demonstrate that you receive no inappropriate benefit or preferential treatment because of your involvement with us; this applies to our staff too.

This restriction does not mean that you should be unfairly disadvantaged, however we apply specific procedures to any decision or transaction that a reasonable and objective person might think you have a personal interest in, but to which you are entitled. So, if you or someone you are close to has applied for one of our houses and you meet our allocations criteria, you will not be prevented from accepting a tenancy, as long as the allocations policy and procedures have been followed and you have played no part in any of the consideration. You should be aware, however, that we cannot offer employment to anyone who is closely associated with a current or recent Committee member.

If you, or someone you are close to, have any personal, financial or business interests that are relevant to our activities, you must declare them and record them in our Register of Interests. If you or someone you are close to have any such interests that conflict with ours, you will be required to manage them appropriately – in some circumstances, this may mean that you cannot continue to be a Committee member.

In the event of a matter being discussed by the Committee in which you have declared an interest, you must leave the meeting whilst the discussion

is taking place and you must not play any part – or seek to play any part – in making the decision.

Table A below describes the people who are or might be considered to be closely associated with you, and our expectations in terms of declaring interests:

Table A

Group	Required Response
<p>1. Members of your household This includes:</p> <ul style="list-style-type: none"> • Anyone who normally lives as part of your household (whether related to you or otherwise) • Those who are part of your household but work or study away from home 	<p>We expect you to be aware of and declare any relevant actions of all people in your household. You must take steps to identify, declare and manage these.</p>
<p>2. Partner, Relatives and friends This includes:</p> <ul style="list-style-type: none"> • Your partner (if not part of household) • Your relatives and their partners • Your partner's close relatives (i.e. parent, child, brother or sister) • Your close friends • Anyone you are dependent upon or who is dependent upon you • Acquaintances (such as neighbours, someone you know socially or business contacts/associates) 	<p>Where you have a close connection and are in regular contact with anyone within this group, we expect you to be aware of and declare any relevant actions. Under these circumstances, you must take steps to identify, declare and manage these actions.</p> <p>Where you do not have a close connection and regular contact with someone in this group, we do not expect you to be aware of or to go to unreasonable lengths to identify any relevant actions. However, if you happen to become aware of relevant actions by such individuals, then these should be declared and managed as soon as possible.</p>

The following are the relevant actions/involvement by those to whom you are closely connected that you should consider, declare and manage as per our expectations outlined in Table A:

- A significant interest in a company or supplier that we do business with. A significant interest means ownership (whole or part) or a substantial shareholding in a business that distributes profits, but does not include where an individual has shares in large companies such as banks, utility companies or national corporations, i.e. where owning shares would not give the individual any significant influence over the activities of that organisation and how it engages with us.
- Where the individual may benefit financially from a company with which we do business
- Involvement in the management of any company or supplier with which we do business
- Involvement in tendering for or the management of any contract for the provision of goods or services to us.
- Application for employment with us.
- Application to join our [Board] or any of its subsidiaries
- Application to be a tenant or service user of the organisation
- If they are an existing tenant or service user of the organisation

We have a policy that describes how you should respond to any offers of gifts or hospitality: you should decline any hospitality or gifts that exceed the value permitted in our policy and you should record all offers – whether accepted or not – in the appropriate register. Examples of hospitality that is permitted include attending events associated with our business activities, conferences and training events, events hosted by our partners that are relevant to our business (in some cases, the Committee's prior approval is required). Examples of hospitality that should be declined include invitations to sporting events, social or other occasions that have no relevance to our business. Where we receive gifts from suppliers or other partners (e.g. at Christmas) we use them for fundraising for the PW Welfare Fund.

6. Engaging with tenants and other customers

The Regulatory Framework requires the Committee to lead and direct the Co-operative to achieve good outcomes for tenants and other service users and to seek out and take account of the needs, aspirations, views and priorities of tenants and other customers in reaching decisions and agreeing strategy. We are required to make information widely available about our services, performance and plans: the information that we publish is set out in our Guide to Information.

Our performance in respect of complying with these requirements is measured, in part by our performance in meeting the expectations of the Tenants' Charter. The Scottish Social Housing Charter is a statement by Scottish Ministers of the standards that tenants and other service users can expect from their social landlords. It is used by the SHR to assess and report on social landlords' performance in providing housing services.

All RSLs are required to meet the requirements of the Charter, which was introduced by the Housing (Scotland) Act 2010. Landlords are required to monitor and report on their performance against the Charter. All RSLs must submit an Annual Return on the Charter (ARC) to the SHR by 31 May each year. The ARC contains statistical and performance information about the standards and outcomes that the Charter contains. These fall into seven categories:

- **Equalities:** making sure that all customers' needs are met and that people are treated fairly
- **Customer and Landlord Relationship:** ensuring that customers find it easy to communicate with us and to participate in decisions about services
- **Housing Quality and Maintenance:** our compliance with the Scottish housing Quality standard (SHQS) and other standards (such as EESSH and fire safety), ensuring that our houses are in good condition when allocated and that repairs are carried out well at times that suit customers
- **Neighbourhood and Community:** ensuring that neighbourhoods are well maintained and tenants feel safe living in them
- **Access to Housing and Support:** the availability of information about housing options, allocations and progress of applications; the ease of applying for a house and the availability of information and support to sustain tenancies; the role of councils in meeting the needs of homeless people
- **Getting Good Value from Rent and Service Charges:** providing services that customers believe deliver continually improving value for money; affordability and the provision of information about how rent is spent
- **Services to Other Customers** (this applies mainly to local authorities and their services to gypsy travellers)

The SHR publishes information on individual landlords' performance against the Charter in August each year; landlords are required to publish reports for tenants that show their performance by October. We consulted

with tenants on the format of our annual performance report on the Charter and took account of their views in developing its style and content (which must meet regulatory requirements too). Our annual performance report to tenants is published on our website. The SHR publishes individual Landlord Reports for every RSL on its website which also has a tool which can be used to compare performance with a small number of others.

A key expectation of the Charter is that landlords compare their performance with that of other landlords: consequently, many RSLs carry out benchmarking. All RSLs are expected to carry out regular tenant satisfaction surveys which include specific questions relating to the landlord's performance against the Charter. These surveys are carried out at least every three years.

We are making increasing use of digital communication methods to engage with our tenants and we aim to ensure that we adopt different approaches to suit the needs and preferences of all our tenants. We seek feedback from tenants about their experience of the range of services that we provide, including repairs and maintenance services – their satisfaction with the process for reporting a repair and the availability of information about what would happen as well as satisfaction with the quality of work carried out and the courtesy of tradespeople. This information is reported to the Committee every 3 months.

We have a Tenant Scrutiny Panel which is made up of a cross-section of our customers. Their role is to monitor our performance and to influence service development and delivery. From time to time, we consult the Scrutiny Panel and our tenants' groups about specific proposals. The Committee receives reports following each meeting of the Scrutiny Panel and Committee members may be invited to attend meetings of the Panel.

We maintain a comprehensive website which we promote as the first point of contact with anyone who wants to find out about us or the services we offer. Our website includes information about our policies and procedures and is where we publish the minutes of Committee meetings.

We publish a tenants' newsletter every three months which is available to download from the website and is also delivered to every tenant and service user. Feedback from our customers has told us that this is their preferred way of communicating with us. We use the newsletters to tell customers how their views have influenced our services and how we provide them.

Anyone who is dissatisfied about any aspect of our service can make a complaint – our complaints policy meets the requirements of the model

produced by the Scottish Public Services Ombudsman (SPSO). The Committee receives reports about complaints and their outcomes quarterly.

7. Funding

The Committee is responsible for ensuring that WWHC is financially viable and that our financial affairs are conducted in accordance with the law and regulatory requirements. To carry out this responsibility, the Committee receives regular reports to oversee and monitor our financial affairs and our performance and risk management activities. Amongst other responsibilities, the Committee reviews the auditors' reports, monitors internal financial controls and risk assessment, and oversees the internal audit programme.

The main source of income for RSLs is the rent paid by tenants. We review our rents annually and are required to consult with tenants on the proposed increase. The Regulatory Standards of Governance and Financial Management require us to ensure that we manage WWHC's financial affairs effectively while maintaining rents at a level that tenants can afford to pay. This means that we must pay careful attention to rent affordability when setting budgets and strategy and plans and that we take account of the feedback from our annual rent consultation exercises with our tenants.

Changes to the welfare benefit system mean that the proportion of our tenants having to pay some of their rent themselves has increased since 2016. In order to support tenants as they move to universal credit, we have extended the range of advice services that we offer to ensure that tenants have access to comprehensive information and support to enable them to make their claims.

The move to universal credit and, perhaps more significantly, the ending of direct payments from the council to landlords, has had an impact on our ability to collect the all the rent that is payable. We aim to support tenants by providing information and advice as well as practical assistance in an effort to make sure that paying rent is regarded as a priority.

As well as funding our annual programme of repairs, cyclical and planned maintenance, we have to repay loans that we took out to fund the building and improvement of our housing stock. We have a loan portfolio which identifies our total borrowings and the lenders and we report to the Committee on our compliance with the terms of these loans on a quarterly basis. We are required to make an annual loan portfolio return to the SHR.

It is essential that we meet the terms of these loans to avoid any penalties or breaches that could have a serious impact on our financial strength. These conditions are known as ‘loan covenants’ and our compliance is monitored on an ongoing basis by our finance team who report to the Committee and to our funders.

8. Regulatory requirements

We are required to comply with Scottish Housing Regulator’s (SHR’s) Regulatory Framework. This Framework outlines all of the SHR’s regulatory requirements, and this is an essential document for you to read.

We are required to comply with all of the SHR’s Regulatory Requirements, which include the Regulatory Standards of Governance and Financial Management. There are seven regulatory standards:

- The governing body leads and directs the RSL to achieve good outcomes for its tenants and other service users
- The RSL is open and accountable for what it does. It understands and takes account of the needs and priorities of its tenants, service users and stakeholders. And its primary focus is the sustainable achievement of these priorities
- The RSL manages its resources to ensure its financial well-being, while maintaining rents at a level that tenants can afford to pay
- The governing body bases its decisions on good quality information and advice and identifies and mitigates risks to the organisation’s purpose
- The RSL conducts its affairs with honesty and integrity
- The governing body and senior officer have the skills and knowledge they need to be effective
- The RSL ensures that any organisational changes or disposals it makes safeguard the interests of, and benefit, current and future tenants

In addition to these standards of governance and financial management, the SHR has established constitutional standards: these set out what must be included in our Rules. Amongst other things, they describe the duties of the Chair and eligibility for membership; establish requirements to have a Code of Conduct in place and specify that Committee members must participate in annual reviews of their individual effectiveness. Additionally, the SHR’s standards require that any Committee member who is seeking to continue as a member having already been a Committee member for nine years or more must have the Committee’s approval to do so. Our Chair

cannot hold office for more than five years. All of these requirements are reflected in our Rules.

In addition to the statistical, performance and financial returns which RSLs are required to submit, the Committee must also prepare and submit an Annual Assurance Statement (AAS) to the SHR. This Statement must confirm the Committee's assurance, on the basis of evidence, that WWHC complies with all of the requirements of the Regulatory Framework. The AAS must either confirm compliance or identify any issues of non-compliance which are material to the RSL's ability to meet statutory and/or regulatory requirements. The Evidence Bank which supports the Committee's assurance is maintained throughout the year and includes reports, plans, policies, performance information, advice and other documents. The Annual Assurance Statement is published on our website and by the SHR.

The SHR uses the AAS, statistical and performance information that all RSLs are required to submit annually to determine the Regulatory Status for each individual RSL. This is shown in the annual Engagement Plan which is published annually by the SHR: for the first time in March 2021.

Individual RSL Engagement Plans set out the information the SHR requires from each landlord; the reasons the SHR is engaging with the landlord; and how the SHR will engage with the landlord. Escalations in the level of regulatory engagement can constitute a breach of a RSL loan covenant.

Our regulatory status is compliant. Where an issue of regulatory non-compliance is identified (either in the AAS or by the SHR), an Improvement Plan is required, which the SHR will monitor the RSL's progress in achieving its outcomes and targets. All Engagement Plans can be accessed on the SHR website.

All RSLs are required to notify the SHR about specific events that may involve some risk to tenants and/or its financial well-being and/or its reputation or that of the wider sector. These notifiable events include:

- Breach of the Code of Conduct
- Resignation of the Chair/CEO or other senior staff
- Fraud or attempted fraud
- Serious complaint, allegation or investigation
- Serious incidents (such as a fire)
- Major organisational change
- Breach of legislation (e.g. health and safety) or regulatory standards

- Breach of financial covenants
- Failure of governance

The SHR requires to be notified at the earliest opportunity of any notifiable events; those involving governance or organisational issues must be notified with the authority of the Chair. All notifiable events must be reported to the Committee. The SHR has published guidance on Notifiable Events on its website.

The SHR can take action in the event of a RSL failing to meet required standards or where it believes there is a threat or risk to the interests of tenants and service users. Intervention can take several forms, including:

- Requiring a Performance Improvement Plan
- Serving an Enforcement Notice
- Requirement to appoint individuals to the [Board]
- Requirement to appoint a statutory manager
- Suspension or removal of [Board] members or agents
- Restrictions on the activities of a RSL pending or following Inquiries
- Inquiries
- Direction to transfer of assets to another RSL

9. Policies

As a member of the Committee, you are responsible for approving the policies and procedures that we work to. Some of these policies are specifically importance to our governance. These are:

- Rules
- Business Plan
- Risk Management Policy
- Treasury Management Policy
- Standing Orders and Scheme of Delegation
- Formal statements of the roles and responsibilities of Committee members and office bearers
- Remits for the Committee, sub-committees and working groups
- Code(s) of Conduct for Committee and Staff
- Entitlements, Payments and Benefits Policy
- Induction and support policy for new Committee members
- Framework for annual review of the Committee's collective skills, knowledge, experience etc
- Formal process for the annual review of individual Committee members' contributions to RSL's governance

- Formal process for the appraisal of the Director
- Annual statement of recruitment priorities for elections at AGM
- Policy for recruitment, training, support and development of Committee members
- Complaints policy and process
- Whistleblowing policy

10. More information

If there is anything that you want to know more about, please ask:

Rachel Hosie, Corporate Services Officer or

Stephanie Marshall, Director