



## **Clydebank Housing Association Ltd.**

### Management Committee Standing Orders

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# **CLYDEBANK HOUSING ASSOCIATION LIMITED**

## **MANAGEMENT COMMITTEE STANDING ORDERS**

These standing orders will be read in conjunction with the Association Charitable Model Rules (2013).

### 1. Composition

The Management Committee will comprise a minimum of seven and a maximum of fifteen members (including a maximum of five co-optees), elected by the membership of the Association under terms of Rule 39 of the Model Rule Book. The Management Committee may from time to time, co-opt anyone who may be suitable and who has particular expertise, to serve until the next Annual General Meeting. Members co-opted onto the Management Committee may also be co-opted onto any of the Sub-Committees. Two co-opted places will be offered to nominees from West Dunbartonshire Council.

The Committee will continue to act while it has vacancies for Members. However, if at any time the number of Committee Members falls below seven, the Committee can continue to act only for another two months. If at the end of that period the Committee has not found new Members to bring the number of Committee Members up to seven, the only power it will have is to act to bring the number of Committee Members up to seven.

### 2. Voting Rights

All members of the Management Committee, including co-opted members, will have equal voting rights with the exception of the Chairman who will also hold a casting vote for use as required.

Co-optees can take part in discussions at the Committee or any sub-committees and vote at Committee and sub-committee meetings on all matters except those which directly affect the Rules, the membership of the Association or the election of the Association's Office Bearers. Co-optees may not stand for election, nor be elected as one of the Office Bearers of the Committee

### 3. Meetings

- a) A minimum of 6 Management Committee meetings will be held in each year.
- b) Meetings of the full Management Committee of Clydebank Housing Association Limited, hereafter referred to 'The Committee', shall be held monthly, the meeting commencing at 7.00 p.m. and ending at 9.30 p.m. at the latest. The schedule for the year will be agreed by the Management Committee in advance of the new Committee session in August Meetings will not take place in the month of July.
- c) Meetings of the Committee can take place in any manner which permits those attending to hear/see and comment on the proceedings.

- d) In the case of unforeseen circumstances, scheduled meetings can be cancelled with the express authorisation of the Chairman.
- e) All members of the Management Committee may attend any sub-committee meetings, even if this is a sub-committee to which they have not been elected. They may, however, only speak at the meeting with the permission of the sub-committee chairperson and will not be entitled to vote on any issues, unless they are a member of that sub-committee.

4. Notice of Meeting

The Secretary or the Chief Executive shall give notice of all ordinary meetings of the Committee to Committee members and shall specify the matters to be considered at the meeting by annexing to the notices, a properly prepared Agenda. Special meetings of the Committee shall be convened in accordance with the Rules of the Association, SFHA Model Rules (Scotland) 2009, Rule 56.1.

5. Chairman of the Meeting

If the Chairman is not present at the start of the meeting, the Chair will be taken by the Association's Vice Chairman. If he/she is also absent, the Chair should be taken in the following order:

- a) Chairman . Development/Wider Role Sub-Committee
- b) Chairman - Housing Management Sub-Committee
- c) Chairman - Finance, Staffing & G. P. Sub-Committee

These failing, then a member elected from the members present will preside for the meeting.

6. Business to be discussed

The Committee may vary the order of business, so as to give precedence to business of special urgency, at the discretion of the Chairman.

7. The order of business shall be as follows:

- a) Apologies
- b) Chairman's Remarks (including any item under Standing Order 6)
- c) Declaration of Interest
- d) Business Carried Over from Last Meeting
- e) Approval of Minutes
- f) Business arising from the Minutes
- g) Ratification of all Minutes
- h) Remainder of Agenda
- i) Health & Safety issues
- j) Signing of Minutes
- k) Date and Time of next meeting

## 8. Apologies

Committee members, where possible, should submit their apologies for non-attendance well in advance of the meeting.

It should be noted, however, that absence from 4 consecutive meetings would result in the cessation of membership unless prior authority for absence has been sought by the absent member and granted by the Management Committee.

## 9. Minutes

- a) The Minutes of the Committee shall be prepared/printed under the direction of the Secretary or Chief Executive.
- b) At all Committee meetings, the Minutes of the previous Committee shall be submitted.
- c) At all Committee Meetings, the Minutes of the previous Sub-Committee meetings shall be submitted.
- d) The Minutes shall be held as a correct record of what transpired at such meetings, subject to any amendments approved by the Committee.
- e) The Committee shall consider the Minutes of all Sub-Committee meetings together with any recommendations and decide whether or not to approve any recommendations (Ratification of Minutes).
- f) No longer than fifteen minutes will be spent on the approval of previous minutes.
- g) Once approved, all Management Committee Minutes will be signed by the Association's Chairman as being approved. The proposer and seconder will also sign the minutes. Thereafter, the minutes will be entered into the Minute Book/on the Association's %+Drive and Intranet.
- h) The Sub-Committee minutes, once approved, can be signed in a similar fashion at the Committee meeting or next Sub-Committee meeting. However, Sub-Committee minutes can only be proposed and seconded by Sub-Committee members who were in attendance at the relevant meeting.

## 10. Quorum

A quorum shall be four for an ordinary meeting (Rule 48). If, at the time of the meeting, a quorum is not in attendance, a period of fifteen minutes should be allowed for late arrivals. If, after fifteen minutes, a quorum of members is not present, the meeting will stand adjourned. If at any time during a meeting, it is found that a quorum is not present, the proceedings shall be adjourned.

## 11. Motions and Amendments

- a) Motions may be moved by any member of the Committee. A Motion shall fail unless it can find a seconder.
- b) Motions or any Amendments, which are not seconded, shall not be discussed or put to the meeting or printed in the Minutes.
- c) After a Motion has been made and seconded, any member wishing to move an Amendment, and any member wishing to move a further Amendment, may do so by stating its terms to the meeting.
- d) No Motion, after it has been made or intimated, shall be withdrawn except by leave of the seconder.
- e) In the absence of the member who has given written notice of a Motion, the meeting may dispose of same or postpone it, as they think fit.
- f) When a Motion and/or a number of Amendments are before the meeting, the Chairman shall put the last moved Amendment against the preceding one, and then put the Amendment receiving the greater number of votes against the next preceding Amendment until disposed of. The Chairman shall put the remaining Amendment against the original Motion, the Amendment being called first and voted upon, the Motion called thereafter and voted upon.

## 12. Order of Speaking

Any member of the Committee desirous of speaking at any meeting shall only do so when allowed by the Chairman. He/she shall address the Chair confining his/her remarks to the matter before the meeting, i.e. by proposing, seconding or supporting a Motion or any relative Amendment, or to a point of order to ask a question.

## 13. Powers of Chairman

- a) Deference should at all times be paid to the authority of the Chairman. When he/she speaks, the members shall cease to do so. It shall be the duty of the Chairman to preserve order and to ensure that members obtain a fair hearing.
- b) The Chairman shall decide all matters of order, competency and relevancy and each ruling shall be final and shall not be open to discussion. The Chairman shall also decide between two or more members wishing to speak by calling on the member whom he/she observed first to raise their hand.
- c) The Chairman shall be entitled, in the event of a disorder arising, to adjourn the Meeting to a time he/she may then or afterwards determine and his/her leaving the Chair shall indicate that the meeting is adjourned.

- d) The Chairman will have both a deliberative vote and a casting vote.
- e) The Chairman may restrict the amount of time spent on any item of business.
- f) The Chairman shall be an ex-officio member of all Sub-Committees.

14. Dissenting Member

Any member who disagrees with any decision of the Committee may ask to have his/her dissent recorded in the Minute.

15. Invitation to Speak

Any member wishing to speak must first raise his/her hand and await the invitation of the Chairman.

16. Voting

A vote may be taken by calling the roll of those present, by ballot or by a show of hands, as may be decided by the majority of the members present and voting. Prior to a vote, the Chairman will ask those present to decide on the method of voting to be used.

17. Suspension of Standing Orders

Any of the Standing Orders, upon a Motion being made at any time during a meeting, may be suspended in regard to any business at such a meeting, provided that the said Motion shall be held to be carried by a two-thirds majority of the members present and voting.

18. Changes in Policy

Any policy decisions taken at a meeting of the Committee will be regarded as the policy of the Committee and will not be amended within a period of three months without a Suspension of Standing Orders.

A request for the Suspension of Standing Orders must be in writing and received by the Chairman prior to the start of the meeting. It must be signed by the Proposer and Seconder.

19. Annual General Meetings

- a) A meeting of the Committee shall take place not later than 7 working days after the Annual General Meeting, the date to be fixed by the Secretary of the outgoing Committee.

- b) This Meeting shall be presided over by the Chairman of the outgoing Committee or Secretary. If neither is present, the procedure as Standing Order number 5 should be implemented.
- c) The order of business for the meeting shall be as follows:
  - 1. Election of Chairman
  - 2. Election of Vice Chairman
  - 3. Election of Secretary
  - 4. Election of Treasurer
  - 5. Sub-Committee selection
  - 6. Any other business
  - 7. Dates of Committee Meetings

20. Co-Options

Co-opted members shall not hold office bearer's positions within the Association.

21. Sub-Committees

All members of the Committee must serve on a minimum of one sub-committee.

22. Emergency Decisions (e.g. HM court action cases, staffing decisions, etc.)

Where a staff member of the Association is of the opinion that an emergency decision is required to be made by Committee, then he/she should contact at least four elected Committee Members for their authorisation of any action to be taken. A written report thereafter will be submitted to the next Management Committee meeting.