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Board Membership Policy

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1. Board membership

1.1 The Board of Management has the important responsibility of directing and controlling our organisation. As a registered social landlord and a charity our organisation must have people with the right skills and experience to carry out this role. It is also important that we recruit the right people with the right skills, knowledge and experience, and that we make the best use of the skills and experience which Board members have to offer; taking steps to develop those skills where necessary; and fill any gaps in the skills required.

1.2 The Board of Management will:

- Be clear about the mix of skills, knowledge and experience necessary to operate effectively, and review the future requirements regularly. To achieve this we will prepare and review a Board Skills Matrix on an annual basis;
- Annually assess the skills and experience which Board members currently hold and match these against the skills, knowledge and experience necessary. To achieve this we will carry out Annual Appraisals of our Board members and a Skills Audit;
- Identify gaps between the skills and experience required and those currently available, and;
- Take steps to fill those gaps by a mix of:
 - Structured training and development programmes for the Board as a whole and/or for individual Board members; and
 - Recruitment (initially through co-option) of additional members in an open and transparent manner; and
- Ensure a process of succession planning is in place, to protect and replace the skills and experience held by individuals in the event of their departure from the Board. The Succession Planning spreadsheet is in place and updated following discussions during the annual Board appraisals.
- Commit to a plan to diversify the board and take steps to ensure that the advancement of equality is a recognised priority of the Board. Be aware of the behaviours expected of them and can demonstrate how they have proactively helped create an inclusive Board representation, recognising that a one size fits all approach may not always work.
- Consider relevant life skills and/or experience that would benefit a diverse Board when recruiting for Board members e.g. homelessness etc.

1.3 This policy is consistent with the Regulatory Code of Governance published by the Scottish Housing Regulator, which is based on the requirement that “The governing body and senior officers have the skills and knowledge they need to be effective”.

2. What we are looking for

- 2.1 We are looking for individuals to serve as Board members who can demonstrate the following:
- A commitment to supporting local communities or communities of interest through the provision and development of high quality housing and related services;
 - A commitment to attend six Board meetings a year including a Board Strategy Day and training opportunities;
 - A willingness to work as a member of a team which has responsibility for directing the work of the Group; and
 - A commitment to take decisions in the best interests of the Group.
- 2.2 Most importantly, prospective members should have knowledge, skills and experience of in at least one of the three areas listed below:
- Local knowledge; for example, awareness of the housing needs of communities served by the Group, knowledge of issues facing local communities or communities of interest, awareness of the needs and expectations of the Group's tenants and other customers, familiarity with Fife Council's plans and practices;
 - Business skills and knowledge: for example, strategic and business planning, human resource issues and practice, financial planning and control, monitoring and control of performance, corporate management and administration, strategic management and legal experience; and
 - Specialist knowledge: for example, knowledge of housing management and maintenance, housing development and construction, housing-related legislation and regulation, housing finance, care and support, equal opportunities, value for money, procurement.
 - Relevant life skills and experience: for example, experience as a landlord or tenant, personal experience of homelessness, supported housing
- 2.3 Collectively, we wish to ensure that we have a spread of skills and experience across these three areas. However, it is not expected that individual members will be 'expert' in all or even most of these areas. We are looking primarily for those who feel they have a contribution to make to the work of the Group. However, we will ensure that our Board members have the opportunity to enhance their existing skills and knowledge through development and training, and the other support we will give them.
- 2.4 As a matter of policy, we are committed to ensure that tenants and customers are represented on our Board of Management, providing they meet the above specification. We will promote opportunities for tenants and other customers to become involved in the decision-making of the organisation, although becoming a Board member is only one means of such involvement. See our separate Engagement Strategy for our detailed approach to this.
- 2.5 We are committed to equality of opportunity in the way we recruit for our Board, and in how the Board of Management operates. We encourage applications from all individuals, irrespective of age, disability, gender reassignment, marriage and civil partnership, pregnancy and maternity, race,

religion or belief, sex, and sexual orientation. We also seek involvement from individuals who can bring lived experience.

3. Skills Assessment

- 3.1 The Group has created a Board Skills assessment which contains the current view of the skills, knowledge and experience which the Board believes is required to manage the organisation in the prevailing business environment. This will be updated by the Board on an annual basis.
- 3.2 When members are first elected or appointed or nominated to the Board, they will be required to go through a Board Member Induction Programme. Included in this process will be a full assessment of the skills, knowledge and experience which they bring to the organisation. From this an initial Personal Development Plan will be developed for them, which will then be reviewed as part of the Group's on-going Board member appraisal process.

4. Board member appraisal

- 4.1 On an annual basis, each member's contribution will be appraised. With the exception of the Chair's own appraisal, this exercise will be led by the Chair and supported by the Vice Chair where required or, from time to time, an independent specialist consultant.
- 4.2 A nominated group from the Board should meet on one occasion annually with the Vice Chair in the Chair to evaluate the performance of the Chair.
- 4.3 The appraisal will look at the individual member's contribution and compare this against the job description expectations for a Board member.
- 4.4 Each appraisal will look at the previous appraisal and assess the extent to which they have been able to achieve the objectives for training, development and change.
- 4.5 The appraisal will always consider a member's continual commitment to continuing as a Board member of the Group and act as an early warning should members state their intention to stand down from the Board.
- 4.6 Where a Board Member has served a minimum of nine years and is seeking re-election for a further three year term a further review would be required before they would be able to do so. The Board is required to endorse the nomination of someone who has served nine years and is seeking election for a further term. The Board's decision should be based on an objective assessment of the contribution they make to the Group's governance.

5. Board of Management review

- 5.1 We will conduct an annual review of the effectiveness of the Board of Management collectively, together with annual reviews of the effectiveness of each of the formal Committees. This assessment will:

- Form part of the Group's strategic review process, and will consider how the skills required of Board members may have changed in the light of the organisation's strategy and changes in the business environment;
 - Incorporate a collective assessment by the Board of Management of how well it is fulfilling its collective role and responsibilities, including an assessment against the Board's and Committees' Terms of Reference/ Remits;
 - Identify any areas where the Board or Committee, collectively, would benefit from skills development and training; and
 - Identify any areas where skills gaps could best be met through recruitment.
- 5.2 On the basis of the individual reviews and the collective reviews, we will draw up a structured learning and development programme for the Board and Committee Members.

6. Skills development

- 6.1 We recognise that individual members of the Board benefit from the opportunity to advance their learning and develop their skills, and that the Board itself will operate most effectively when individuals have the opportunity to develop. We will, therefore, promote learning and provide opportunities for members to develop their skills, consistent with their own needs and the needs of the organisation.
- 6.2 We will provide to every new Board member a structured induction programme, tailored to his/her needs, in order to ensure in particular that the member's existing knowledge is brought up to a standard to meet the Group's governance objectives.
- 6.3 Where a collective need for training is recognised, we will organise delivery on an in-house basis by our colleagues or by specialist trainers working to a brief provided by the Group. Training opportunities may include the use of briefing sessions on particular topics.
- 6.4 Where a training need identified relates to individuals or relatively few members, or where it would be impractical to provide in-house training, appropriate courses offered by other organisations will be identified and promoted. We will pay for attendance at these courses and reimburse all expenses incurred in line with our Governance Expenses Policy.
- 6.5 We recognise that formal training is only one method of developing knowledge and skills, and we will promote other opportunities including:
- For new Governing Body or Committee Members, support from and mentoring by existing members including a dedicated 'buddy' if preferred;
 - Networking with other members of the Board at their Annual Strategic Awayday;
 - Attendance at conferences and seminars relevant to the work of the organisation;

- Visits;
- Subscription to Housing Scotland publication; and
- Making written and (if appropriate) electronic information available on key developments relating to the work of the organisation.

6.6 We will allocate a budget for Board member development each year and will prepare an annual Board Member Personal Development Plan, indicating priorities, preferred methods of delivery and approximate costs. Training and other forms of support provided will be evaluated, and the information used to review the plan.

6.7 All members are expected to share the responsibility of identifying their own development needs, and to attend relevant courses and other events.

7. Recruitment

7.1 In addition to developing the skills and knowledge of existing Board members, we will seek to recruit (initially through co-option) to fill gaps identified through Board review processes mentioned in this policy.

7.2 The recruitment will be carried out in an open and transparent manner and we will seek to identify the skills, experience and knowledge required to direct the affairs of the Group.

7.3 We will also seek to identify any current groups who are under-represented on our Board, with reference in particular to age, disability, gender reassignment, marriage and civil partnership, pregnancy and maternity, race, religion or belief, sex, and sexual orientation.

7.4 We will promote the opportunity to become a member of the Board of Management through the use of:

- Advertisement in the media, including the placing of press-releases and posting on Facebook and Twitter;
- Circulation of information to partner organisations and other stakeholders;
- Circulation of information to tenants' organisations and community groups;
- Circulation of information to members of the Association;
- Providing information on membership to tenants through our allocations process and our Newsletter.

7.5 The advertisement of circulated information will identify any particular skills or areas of experience where gaps have been identified, and will also invite applications from under-represented groups.

7.6 Those enquiring will be issued with a recruitment pack, consisting of the following:

- Application form, which asks for information on the area of skills, knowledge and experience which the applicant can offer, and for personal information to allow equal opportunities monitoring;

- Latest Business Plan
- 7.7 The process of advertisement may be supplemented by personal approaches from members of the Board and senior colleagues of the Group if there are difficulties finding candidates with appropriate skills or knowledge. Such applications will be dealt with in the same way as all others.
- 7.8 Completed application forms will be posted to the registered address or emailed to the Chief Executive and Governance Assistant where they will be reviewed by a Board Recruitment Panel. Candidates who meet the Board's requirements will then be invited to interview by the Panel. Amongst other things, the purpose of the interview by the Panel will be to:
- Confirm the applicant's eligibility to act as a member of the Board;
 - Establish that the applicant understands the role of the Board;
 - Establish the potential contribution likely to be made by the applicant, in the light of the skills, knowledge and experience sought by the Group;
 - Answer any questions from the applicant;
 - Explain the potential benefits of having an experienced Board of Management member supporting and mentoring the applicant, if successful; and
 - To decide if the applicant can be recommended to the Board as a co-optee.
- 7.9 Within 48 hours of the interview, the applicant will be informed of the result of the interview:
- Acceptance as co-opted member of the Board; or
 - Non-acceptance, with reasons for the decision.
- 7.10 Successful applicants will need to be approved by the Board at the next appropriate meeting of the Board of Management, following a report from the Recruitment Panel, after which they will be able to attend their first meeting.
- 7.11 Unless they are filling a casual vacancy (see 13.12 below), co-opted members of the Board are not required under the Rules of the Association to become shareholding members of the Association. Co-opted members cannot vote on matters relating to the membership of the Association or the election of office bearers; nor can they themselves stand for election as office bearers. They can only serve as co-optees on the Board until the AGM following their co-option, at which point they must, if they wish to continue to serve as members of the Board, stand for election.
- 7.12 The co-option process may be used to fill casual vacancies left by the retirement or resignation of existing Board of Management members during the course of the year. Under the Association's Rules, an individual filling a casual vacancy must first become a member of the Association.

8. Succession planning

- 8.1 The Group will identify the requirement for a succession plan for any individual who has intimated their intention to leave the Board in the future.
- 8.2 Taken in conjunction with the annual assessment of Board skills and knowledge, the Group will ensure that any skills liable to be lost by the retirement of any Board member are replaced at the first opportunity, where these remain relevant to the Group's business.
- 8.3 Board members will be asked a question as part of their annual appraisal discussion as to the timing of their departure from the Board, should this be their intention.

9. Roles and responsibilities

- 9.1 The Chair of FHG has overall responsibility and is accountable to the Board, for ethics, probity and propriety in a broad sense relating to governance, including Board member review and appointment. The Chair also has a duty to ensure that Board members' rights are respected.
- 9.2 The Group's Director of Finance, Governance and Assets, who is also the Company Secretary, is responsible for ensuring that this policy is approved by the Board of Management and for its review, implementation and proper application, in accordance with the agreed timetable.

10. Performance management

- 10.1 Any concerns regarding the adherence to this policy will be reported to the Board.
- 10.2 The diversity of Board membership will be reported through the Group's governance performance indicators.
- 10.3 The completion of the Board appraisal process against target will be reported to the Board.
- 10.4 Attendance at Board and Committee meetings is reported to the Board and it is important that Board and Committee members inform us if they are unable to attend any meetings in advance, where possible, to ensure that we remain quorate for our meetings.

11. Review

- 11.1 This policy will be reviewed 3 years from the date of implementation, latest review date, or any change in legislation, which will be the date the policy is approved by the Board of Management, or earlier if deemed appropriate. In the event that this policy is not reviewed within the above timescale, the latest approved policy will continue to apply.