



Standing Orders and Financial Rules

Reference / Issue No:	G/1	5
Date of this version:	August 2023	
Next review due:	August 2026	
Lead responsibility:	Finance, Governance and Assets	
Contents:	101pages	4 appendices

Contents

- 1 Introduction 6
 - Approval, variation and revocation..... 6
 - Compliance 6
 - Review 6
 - Colleague awareness 6
 - Board member awareness 6
 - Interpretation of Standing Orders..... 7
 - Definitions 7
- 2 Fife Housing Group ('the Group') 8
 - History..... 8
 - Vision 9
 - Constitution and governance structure 9
- 3 Role and delegated authorities of the Boards and Committees 10
 - Fife Housing Association Board of Management 10
 - Fife Housing Group Yourplace Limited (Yourplace) Board of Directors 11
 - Audit and Risk Committee 11
 - Emergency Committee 11
 - Colleague and Governance Committee 12
 - Health and Safety Committee 12
 - Terms of reference of Committees..... 12
- 4 Meetings 12
 - General and Special Meetings of members 12
 - Notice of meetings 14
 - Agenda 14
 - Meeting quorum 14
 - Proceedings at Board meetings 16
 - Adjournment..... 16
 - Deputations (by tenants, employees or others)..... 16
 - Order of discussion 16
 - Motions 17
 - Voting..... 17
 - Notices of motions 17

- Motions of which notice is not given..... 17
- Alteration or revocation of previous resolution 18
- Points of order..... 18
- Minutes 18
- 5. Chair’s Action..... 18
 - Urgency Procedure 19
 - Meetings of committees and review groups 21
 - Minutes of meetings of committees/notes of review groups..... 21
- 7. The Chair 21
 - Parent Chair..... 21
 - Role of Parent Chair 22
 - Subsidiary Chair..... 23
 - Vice-Chair (of the Parent Board)..... 23
 - Chair of meetings..... 24
- 8. Confidentiality and open meetings 24
- 9. Interests of Board members..... 24
- 10. Interests of employees..... 26
- 11. Code of Conduct..... 27
- 12. Performance review 27
 - Board 27
 - Chair 27
 - Committees..... 27
 - Chief Executive 28
- 13. Press Enquiries and Interviews..... 28
- 14. Delegation to Executive 28
 - Chief Executive 28
 - Business Leadership Team (Executive Directors) 28
 - Delegations to Business Leadership Team..... 29
- 15. Virement 30
 - Virement within budget holder’s responsibility 30
 - Virement from one budget holder’s responsibility to another 30
 - Virement limits 30
- 16. Execution of documents..... 31

- 17. Repossession of property and authority to evict 31
- 18. Register of Board members 32
- 19. Board Member Manual 32
- 20. Scottish Housing Regulator (SHR)..... 33
- 21. Financial Rules 33
 - Introduction 33
- 5 Strategic financial controls 33
 - Budget preparation 33
 - Budgetary control..... 34
 - Investments and borrowings/treasury management 35
 - Expenditure authorisations 35
 - Accounting 35
 - Audit requirements..... 36
- 23. Group operational financial controls..... 37
 - Security procedures 37
 - Income 38
 - Writing off irrecoverable items of income 39
 - Banking arrangements..... 39
 - Cheque mandates..... 39
 - Direct debit mandates 39
 - Faster Payments, BACS, CHAPS and other internet banking and direct transfers40
 - Control of cash, stocks etc..... 40
 - Salaries, wages, pensions, HMRC and other deductions 40
 - Payments of accounts..... 41
 - Cheque payments/BACS and other internet banking based transfers 42
 - Contracts 42
- 24. Compensation..... 43
- 25. Asset registers and depreciation..... 44
 - Property Register 44
 - Fixed Asset Register 45
 - Disposals of valuable assets, including land and residential and commercial property 45
 - Depreciation Policy 45
- 26. Schemework Audits 46

- 27. Orders..... 46
- 28. Insurances 47
- 29. Inventories 47
- 30. Travel and subsistence 47
- 31. Petty cash and postage 48
- 32. Abortive expenditure 48
- Appendices:..... 49

All contents are bookmarked – ‘Insert + Bookmark’ on any of the above will take you to the selected section.

1 Introduction

- 1.1 The Board of Management will ensure that the business of Fife Housing Group (“the Group”) which comprises Fife Housing Association Limited and Fife Housing Group Yourplace Limited is undertaken in accordance with its Rules. To assist in this process the Board of Management has approved Standing Orders and Financial Rules (SOFR), which provide detailed procedures on how the Group’s business is to be conducted in order to comply with its Rules. The SOFR are in two sections: Standing Orders first and secondly our Financial Rules.

These SOFR describe the Board of Management and Committee structures and provide a framework within which authorised decisions can be made.

Approval, variation and revocation

- 1.2 The Parent Board is responsible for approving and amending the SOFR. The Board may alter, rescind, add to or revoke any part or element of these Standing Orders by a simple majority vote of those present and shall, if agreed, be immediately applied.

Compliance

- 1.3 Nothing in the SOFR shall allow or be taken to allow the Board, any Committee, Board member or employee, to act in contravention of the Rules of the Association, the adopted Code of Governance or override instructions or conditions imposed by the Scottish Housing Regulator, the Scottish Government and other regulatory bodies, or through Statute.

Nothing in any of the Group’s policies or procedures will override the principles embodied in these SOFR.

Review

- 1.4 These SOFR are to be reviewed formally every two years or when legislative or organisational changes affect their use.

Colleague awareness

- 1.5 It is a requirement that all colleagues receive a copy of these SOFR as part of their induction process and that Managers take responsibility to ensure that all colleagues in their team are familiar with the requisite regulations and procedures relevant to those areas of the Group’s business and activities which they discharge in order to safeguard against any breach thereof.

Board member awareness

- 1.6 A copy of these SOFR, and of such statutory provisions as regulate the proceedings and business of the Group, shall be given to each member of the Board by the Secretary upon delivery to him/her of the member’s declaration of acceptance of Board membership.

Interpretation of Standing Orders

- 1.7 The ruling of the Chair of the meeting as to the construction or application of any of these Standing Orders, or as to the proceedings of the Group, shall not be challenged at any meeting of the Board or Committee except that such a challenge attaches to the rules of the Group. The ruling of the Chair of the Board as to the meaning of and/or application of these Standing Orders and Financial Rules shall be final.

Definitions

- 1.8 In these SOFR the following words and expressions shall have the following meanings respectively assigned to them. Where there are references in the SOFR to the male gender, they are to apply equally to the female gender:
- “Group” ...means the legal group structure consisting of Fife Housing Association Limited (FHA) and its subsidiary company Fife Housing Group Yourplace Limited (Yourplace).
- “Parent” ...means Fife Housing Association Limited. Thus the term ‘Parent Board’ refers to the Board of Fife Housing Association Limited.
- “Subsidiary” ...means Fife Housing Group Yourplace Limited. Thus the term ‘Subsidiary Board’ refers to the Board of Yourplace Limited.
- “Board” ...means the Board of Management of Fife Housing Association Limited and/or the Board of Directors for Yourplace Limited.
- “Board members” ...means those persons elected to serve on the Board at an Annual General Meeting, persons who have filled a casual vacancy as per Rule 41 and persons co-opted on to the Board as per Rule 42.
- “Chair/ Convener” ...means the Board member elected by the Board (or committee) to approve the agendas and chair the meetings of each committee. The Convener shall have a casting vote at any committee if required.
- “Committee” ...means the Board members or persons co-opted onto any Committee, the formation of which has been approved by the Board as per Rule 58.
- “Working group” ...means the Board members, colleagues or other persons referred by the Board to consider a remit from the Board and to report back within a timescale where relevant.
- “Delegated” ...means remitted with power to exercise the function specified in the terms of reference on behalf of the remitting

body. The power will be exercised in like manner to that of the remitting body.

“Director”	...means a person appointed to the Board of Yourplace Limited. Can also refer to members of the Business Leadership Team where employed colleagues are being referred to.
“Executive Director”	...means the Chief Executive, Director of Finance, Governance and Assets, Director of Housing and the Director of Operations.
“Referred”	...means remitted for consideration and reporting back to the remitting body but without powers to exercise any functions on behalf of the remitting body.
“Secretary”	...means the person appointed by the Board to be Secretary of Fife Housing Association Limited as per Rule 59 and /or Yourplace Limited.
“BLT”	...means the employed colleagues designated as the Group’s Business Leadership Team (BLT) by the Board. This group of colleagues may also at times be referred to as the ‘Executive Directors’, ‘Executive Officers’ or ‘Directors’.
“OLT”	...means the employed colleagues designated as the Group’s Operational Leadership Team by the BLT.
“Special Board”	...any meeting of the Board which is called outwith the pre-arranged meeting schedule.
“Deputation”	...a group of people (e.g. tenants, factored owners, employees, local residents who neighbour a development site...) who determine to approach FHG on behalf of a larger group.
“Policy”	...one of the various documents agreed for use within Fife Housing Group (FHG) that set out the actions we will take in certain circumstances. The list of these policies can be found within Appendix D and this also sets out the agreed authorising body.

2 Fife Housing Group (‘the Group’)

History

- 2.1 In 1997 Fife Housing Association (then known as Fife Special Housing Association) bought a range of properties from Scottish Homes, a Government-funded organisation. We have been turning these houses, plus a number of new

housing developments, into homes ever since through significant investment into property and their communities.

- 2.2 Fife Housing Association has a Board of Management made up of volunteers who are elected from its shareholding membership.
- 2.3 The Association has one wholly-owned subsidiary: Yourplace Limited which was established in 2010.

Vision

- 2.4 The Group's vision is that Fife Housing Group is first and foremost a social landlord. It has the potential to be an excellent social landlord and to develop new services to meet the future needs of tenants and other customers. Whilst we have made considerable progress over the years we need to continue to build on this to further improve core services and engaging with tenants, other customers and stakeholders across all of our activities. Therefore, the focus for the organisation for the next 12-24 months continues to be 'your home, our priority, which is reflected in the Business Plan.

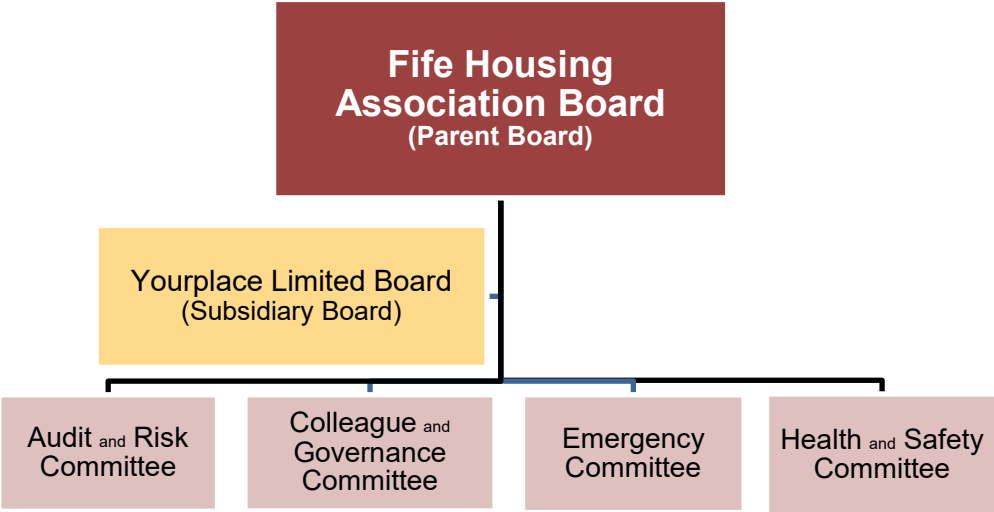
Constitution and governance structure

- 2.5 The Group comprises the Parent, Fife Housing Association Limited ('the Association') and a wholly-owned subsidiary, Yourplace Limited ('Yourplace').
- 2.6 The composition and powers of the Association's Board of Management are governed by the Rules. The Board of Management shall have a minimum of seven and a maximum (including co-optees) of 15 members. The Board of Management can co-opt to the Board anyone it considers suitable to become a Board of Management member. Co-opted members must not make up more than one third of the total number of Board or Committee members at any one time.
- 2.7 Pursuant to Yourplace Articles of Association, the Association has the right to appoint up to five Directors to the Board of Yourplace
- 2.8 The Association is registered with Rules based on the Scottish Federation of Housing Associations' (SFHA) Charitable Model Rules (Scotland) 2020 for a Registered Housing Association under the Co-operative and Community Benefit Societies Act 2014 and the Housing (Scotland) Act 2010.
- 2.9 The Rules set out the management and administrative structure of the Group, including the objects of the Group and its authority to establish a Board of Management, Committees and a subsidiary Board of Directors.

2.10 Legal Structure ('the Group'):



2.11 The governance arrangements that have been established by the Group aim to ensure the appropriate and proper scrutiny of the Group's plans, performance and activities and comprise the following structure:



3 Role and delegated authorities of the Boards and Committees

Fife Housing Association Board of Management

- 3.1 The FHA Board is ultimately responsible for the overall control and activity of the Association and its Subsidiaries ('the Group'). This will include determining its strategic direction, ensuring risk and performance is monitored and managed through effective systems of internal control and delegation, managing key partnerships, relationships with regulators and the strategic application of available resources.
- 3.2 The Parent Board will direct the Group in accordance with its Rules and objectives in pursuance of the commitments made in the Business Plan.
- 3.3 All Board members share equal responsibility for decision-making and each should act only in the best interests of the Group and not on behalf of, or for the benefit of yourself, or any other organisation or interest group.

- 3.4 The Parent Board will ensure that it has the necessary range of skills, knowledge, experience and qualities required to make decision-making effective and accountable.
- 3.5 The FHA Terms of Reference are attached at Appendix A1.

Fife Housing Group Yourplace Limited (Yourplace) Board of Directors

- 3.6 The Yourplace Board is responsible for the strategic direction of the subsidiary, subject to delegated authority from the FHA Board and ensuring risk and performance for Yourplace is monitored and managed through effective systems of internal control and delegation.
- 3.7 The Yourplace Terms of Reference are attached at Appendix A2.

Audit and Risk Committee

- 3.8 The Group will establish and maintain an Audit and Risk Committee; it will consist of a minimum of three Board members at least one of whom has recent and relevant financial experience.
- 3.9 The principle function of the Audit and Risk Committee will be to ensure, on behalf of the Board, that the Group's responsibilities for proper financial management and risk assurance including the effectiveness of the internal control and management systems have been properly discharged.
- 3.10 The Audit and Risk Committee will have the right to report directly to the Chair of the Association (Parent Chair). The Convener of the Audit and Risk Committee shall not be the Chair of the Association.
- 3.11 The Terms of Reference are attached at Appendix A3.

Emergency Committee

- 3.12 The Emergency Committee is responsible for actioning the delegated authority to take urgent decisions between meetings.
- 3.13 The membership of the Committee is:
 - Chair;
 - Vice Chair;
 - Two other members of the Board, with at least one board member with relevant knowledge and experience related to the decision to be made;
 - Chief Executive; and
 - Company Secretary.
- 3.14 The quorum is three Board members and must include the Chair (or Vice-Chair if available), and should also include the Board member with the relevant area of interest or experience.
- 3.15 The Emergency Committee can meet at short notice – within 72 hours and members can be present by telephone, email, ZOOM or other technologically-suitable methods.

- 3.16 The Terms of Reference are attached at Appendix A4.

Colleague and Governance Committee

- 3.17 The Colleague and Governance Committee is responsible for exercising full delegated powers to administer appropriate stages of the Disciplinary Procedure and also can assess any recommendations from the Business Leadership Team under approved policies including capability. It oversees the nature, operation and terms and conditions of the Chief Executive Officer's post together with ensuring best practice and regulatory adherence to governance standards.
- 3.18 The Terms of Reference are attached at Appendix A5.

Health and Safety Committee

- 3.19 The Health and Safety Committee provides an open forum for the discussion of all health and safety issues relevant to the Group's operations. This Committee is delegated from the Board to the Business Leadership Team.
- 3.20 The Terms of Reference are attached at Appendix A6.

Terms of reference of Committees

- 3.21 The Terms of Reference (remit) for each committee shall be agreed by the Board. The Terms of Reference shall be re-approved by each committee at their first meeting following the Annual General Meeting and subject to major review by the Parent Board no less than every three years.

4 Meetings

General and Special Meetings of members

- 4.1 All general and special meetings of the Group shall be convened and conducted in accordance with the Rules of the Group. Those items relating to the powers of convening and conduct of meetings (which are contained in the Rules of the Association and the Articles of its subsidiary) are not repeated in full in these SOFR. What follows is additional to, or an amplification of, the Rules and is in no way a replacement or alteration of them.
- 4.2 The Annual General Meetings of the Association and its Subsidiary are to be held once every calendar year with a gap of no more than 15 months between AGMs.
- 4.3 The business transacted at the Group's Annual General Meeting shall be as required and prescribed by the Rules of the Association and its Subsidiary:
- a) To elect a Chair of the meetings should the designated Parent Chair/Subsidiary Chair not be present;
 - b) To enable those present to make any declarations of interest;
 - c) To approve the Minutes of the last Annual General Meeting and any Special General Meetings not previously approved;
 - d) To adopt the Annual Report and Financial Statements of the Group/Subsidiary;

- e) To appoint the External Auditors for the forthcoming year;
- f) To appoint members of the Board; and
- g) To transact any other business of the Association and/or Subsidiary included in the notice of the meeting.

Board meetings

- 4.4 The ordinary meetings of the Board shall be held at such intervals as the Board feels necessary to conduct the Group's business. Not less than six ordinary Board meetings shall be held in a year.
- 4.5 Board meeting dates are confirmed in the calendar of meetings prepared before the beginning of the Group's year (known as the Governance Planner) which will be deemed effective notice of the date and place of such meetings and shall be given in writing to every member of the Board by the Secretary.
- 4.6 The quorum for Board of Management meetings is four members (excluding co-optees). Where a meeting becomes inquorate after the start, the meeting shall be adjourned.
- 4.7 The Chair will aim to ensure, insofar as is possible, that each meeting is concluded no more than two hours beyond the time for which the meeting is called.
- 4.8 Special Board Meetings may be called outwith the pre-arranged schedule of meetings so long as paragraphs 4.13 to 4.19 in respect of notices, agendas and papers is adhered to.
- 4.9 The Executive Directors, or in their absence their nominees approved by the Chief Executive, shall attend all meetings of the Board and be in receipt of copies of the minutes of the proceedings.
- 4.10 Except as otherwise provided by SOFR the order of business at every meeting of the Parent Board shall be:
 - At the first meeting after the Annual General Meeting, to elect a Chair;
 - At the first meeting after the Annual General Meeting, to appoint the Chair of Audit and Risk Committee;
 - In the absence of the Chair, to select one of their number to chair the meeting;
 - To record the names of members, officers and other persons who may be present for the transaction of all or any part of the business of the meeting;
 - To record apologies for non-attendance received from members and officers;
 - To enable those present to make any declarations of interest;
 - To approve as a correct record and authorise the signing of the minutes of the last meeting of the Board or Committee and to consider any matters arising from those minutes but not on the agenda;
 - To dispose of business, if any, remaining from the last meeting;
 - To receive and consider minutes and recommendations of Committees;

- To receive and consider officers' reports;
 - To note or authorise the execution of deeds, insofar as the authority of the Board is required; and
 - To consider such other business as the Chair and Chief Executive, at their discretion, specify or are approved by vote of a majority of members of the Board present.
- 4.11 Directors are required to ensure that all decisions of the Board in respect of policy or procedure relevant to their area of work are catalogued and retained for guidance and record purposes and that colleagues in their teams familiarise themselves in the pursuit of their duties to comply therewith.
- 4.12 All Board and Committee meetings shall be convened and conducted in accordance with these SOFR.

Notice of meetings

- 4.13 At least seven days' notice of the date, time and location for all meetings shall be given in writing by the Secretary to all Board members. The circulation to Board members of the Governance Planner will count as sufficient notice.

Agenda

- 4.14 The Secretary shall prepare for the Board and Committee, an agenda of matters to be considered for prior approval by the Chair of the relevant board; FHG or Yourplace, or the relevant Committee Convenor.
- 4.15 The agenda and papers for any meeting shall be circulated to all Board members at least seven days before the meeting. Papers not circulated with the agenda may be circulated before or at the commencement of the meeting but will only be considered if this is approved by the Chair and Chief Executive.
- 4.16 Board members should have any minutes they are required to consider at any meeting for at least 24 hours before the meeting unless a majority of the Board members present at the meeting agree they should be considered as an exceptional case.
- 4.17 The tabling of reports without the required notice is severely discouraged and will only be permitted in the most exceptional cases. Such exceptional cases must have the prior agreement of the Chair and Chief Executive and Board members must be given sufficient time to read and digest the report prior to any discussion.
- 4.18 There will be a standing item on all Board meeting agendas for Declarations of Interest.
- 4.19 Unless with the consent of a majority of the members present no business other than that on the Agenda shall be transacted at a meeting of the Board.

Meeting quorum

- 4.20 The quorum for each type of meeting of the Group is as follows:

Meeting	Quorum
General Meeting	10% of Shareholding members
FHA Board	Four Board members, excluding co-optees
Yourplace Board	Three Board directors, to include at least one Parent Board member
Audit and Risk Committee	Three Board members, including the Audit & Risk Convener
Colleague and Governance Committee	Three Board members
Emergency Committee	Three Board members
Health and Safety Committee	Three members – roles as recorded in the terms of reference
Working Groups	To be decided from time to time and recorded in the terms of reference for each working group.

- 4.21 There will be no decisions made at any meeting of the Group, of a Board, or of any Committee unless there is a quorum of members of the Board at the commencement of discussion of the business on the agenda.
- 4.22 In line with our Model Rules, co-optees can take part in discussions and vote 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. !
- 4.23 If no quorum is present within half an hour of the time appointed for the meeting of a Board, the meeting shall be adjourned to a time and date fixed by the Chair at the time the meeting is adjourned. If at the adjourned meeting a quorum is still not present within half an hour of the time appointed for the meeting, the members present shall be a quorum and they will be able to make decisions.
- 4.24 If at a Board or Committee meeting no quorum is present, those present may, if given the subject matter it is agreed to be appropriate, consider the business and can determine to make recommendations to the Board but shall not resolve any matters.
- 4.25 If during any meeting of a Board, the Chair after counting the number of members present declares that there is not a quorum present the meeting shall stand adjourned.
- 4.26 The consideration of any business not transacted shall be adjourned to a time fixed by the Chair at the time the meeting is adjourned, or, to the next ordinary meeting of that Board.

Proceedings at Board meetings

Adjournment

- 4.27 The Board may adjourn from any meeting and fix a date, time and place at which the meeting may be resumed. Should an alternative date, time and place not be fixed by the Board it may be fixed by the Chair.
- 4.28 A motion for the adjournment of the meeting may be made at any time and shall have precedence over all other motions. It shall be moved and seconded without discussion and shall forthwith be put to the meeting immediately and shall be held to have been accepted if supported by not less than two-thirds of those present.
- 4.29 When an adjourned meeting is resumed the proceedings shall be commenced at the point at which they were broken off at the adjournment.

Deputations (by tenants, employees or others)

- 4.30 All applications requesting the Board to receive a deputation shall be in writing duly signed, addressed and delivered to the Secretary at least three days prior to the meeting at which the subject may be considered. Every application shall state the subject on which the deputation desires to be heard and the action (if any) which the deputation propose the Board should take thereon.
- 4.31 Such deputations may be heard by the Board at its discretion. No deputation exceeding five in number shall be received by the Board.
- 4.32 Any member of the Board may put questions to a deputation pertinent to the subject on which they appear, but no member shall express an opinion upon, nor discuss, the subject on which the deputation has been heard until the deputation has withdrawn.
- 4.33 Any conclusions reached by the Board will be communicated to the deputation in writing by the Chair on behalf of the full Board.

Order of discussion

- 4.34 Any member of the Board desiring to speak at any meeting of the Board shall do so when invited to speak by the Chair and direct his/her-comments:
- To the Chair;
 - To the matter before the meeting including proposing, seconding or supporting a motion or any amendment relative to the motion;
 - To a point of order, where a member believes a rule has been broken or requires clarification of a rule;
 - To ask a question for clarification or amplification of information provided; or
 - To provide relevant information.

Motions

- 4.35 A motion for the approval of a minute of a Board meeting or Committee meeting or any part of such minute shall be considered as an original motion and any motion involving alteration or rejection of such minute, or any part of such minute, shall be dealt with as an amendment.
- 4.36 The Convener of a Committee shall move the approval of the minute of any meeting of that Committee or of any part of such minute.
- 4.37 Motions and amendments moved but not seconded shall not be put to the meeting nor shall they be recorded in the minutes.
- 4.38 It shall be competent for any member to ask that his/her dissent from any motion which has been carried should be recorded in the minutes.

Voting

- 4.39 Unless otherwise directed by the Chair, voting will be by a show of hands.

Notices of motions

- 4.40 Except as provided under Standing Order 4.35 a member of the Board shall not be entitled to propose any motion other than one arising directly from the discussion of a subject properly before the Board unless prior notice of such motion has been given.
- 4.41 Every such notice of motion shall be given in writing to the Secretary at least 10 days before the meeting at which it is to be considered.
- 4.42 If a member of the Board who has given notice of a motion is absent from the meeting at which the motion is submitted, or does not move the motion when called upon by the Chair, then that notice of motion shall fail.
- 4.43 If a member of the Board who has given due notice of a motion is unavoidably absent from the meeting at which the motion is to be submitted, it shall be competent for that member to request another member of the Board to move the motion when called on by the Chair. Such a request must be in writing, signed and handed in to the Chair prior to the commencement of the meeting at which the motion is to be considered.
- 4.44 If a member of the Board who has given due notice of such motion is absent from the meeting at which it is to be submitted but is unable to request another member to move the motion, then consideration of the motion will be adjourned until the next ordinary meeting of the Board. If the motion is not moved when called upon by the Chair at that meeting the motion will be deemed to have failed.

Motions of which notice is not given

- 4.45 Notwithstanding the terms of the Standing Order ref 4.40, it shall be competent for a member of the Board, to raise a motion as a matter of urgency without prior notice. The motion shall be put to the meeting if moved and seconded and shall be held to have been accepted if supported by not less than two-thirds of those present.

Alteration or revocation of previous resolution

- 4.46 No resolution of the Board shall be altered or revoked except by a subsequent resolution made by the Board of which prior notice has been given in accordance with Standing Order ref 4.41.
- 4.47 Other than in respect of changes to policies arising from standard legislative changes, no resolution shall be altered or revoked within six months of its adoption except with the consent of not less than two-thirds of the members present and an absolute majority of the whole Board.
- 4.48 The alteration or revocation of any resolution of the Board shall not affect or prejudice any proceedings, outcome or liability competently done or undertaken under any such resolution prior to its alteration or revocation.

Points of order

- 4.49 The Chair's decision on points of order shall be final.

Minutes

- 4.50 The minutes of meetings shall be circulated as follows unless the Board direct otherwise
- Annual and Special General Meetings to all shareholding members of the Group, BLT and the Group's external auditors;
 - Board meetings to all members of the relevant Board, BLT - and the Group's external and internal auditors on request;
 - Committee meetings to all members of the Parent Board, BLT - and the Group's external and internal auditors on request; and
 - The minutes of all or any meetings may be circulated to such persons or organisations having an interest in the affairs of the Group, as may be determined from time to time by the Board.
- 4.51 The minutes of any General Meeting of the Group, the minutes of the Fife Housing Association Board meeting or those of the Yourplace Board are to be confirmed at each subsequent meeting by an affirmative resolution of members/directors of the Board present. The minutes of any Committee will be presented to a subsequent Board meeting for notification or ratification.
- 4.52 The approved minutes are to be recorded as accurate by the Chair of the subsequent meeting.
- 4.53 The Secretary is to arrange for the keeping and safe custody of minutes so that their content can be easily verified. Dealing with matters of urgency in-between Board meetings.

5. Chair's Action

- 5.1 As a general principle, in carrying out their duties the Chair should always remember that he or she is acting on behalf of the Board and the organisation. The Chair should seek advice of other Board members or the Chief Executive, as

necessary. The Chair can take decisions which are delegated to the Chair by the Board, provided they consult with Board members and the Chief Executive, as above.

5.2 The Board will set out a schedule of 'significant matters' which are reserved for the Board's decision and cannot be executed using Chair's Action. These will include *by way of example*;

- Expansion of the organisation's operations;
- Any decision to cease a material part of the organisation's operations;
- Changes to the corporate structure, including the setting up of subsidiaries;
- Changes to the structures, size and composition of the Board;
- Approval of committee membership; and
- Appointment or removal of any Board member or executive officer of the Board.

5.3 The Chair would not make any decision considered to be of such a significant nature, even if there was an issue of urgency involved, without consulting other Board members. Consultation methods will, however, be optimised to ensure that a decision may be made in a timely manner and these may include face-to-face, telephone, conference call, email, or video link.

Urgency Procedure

5.4 Wherever possible the Board should always try to make the decisions that are part of its normal remit. However, from time to time decisions need to be taken quickly which are outside of the authority delegated to colleagues and which cannot wait until the next scheduled Board or Committee meeting. The Urgency Procedure and definition of Chair's Action is designed to meet this situation.

5.5 The intention is to balance the need for speedy decisions with proper Board oversight and the need to avoid an excessive burden on the Chair.

5.6 There are three main ways of responding to the need for urgent decisions. The circumstances when each might be appropriate are described below. It should be accepted that it is never possible to foresee all of the circumstances that might arise and this means that the choice of response requires a judgement to be made. The three options are:

Option 1: Special Board meeting

In exceptional circumstances this might be necessary. Such circumstances might be; a decision that would involve a significant departure from the course of action agreed in the Business Plan; a serious problem or issue that would require the whole Board to agree an appropriate course of action.

Option 2: Emergency Committee

This would involve the convening of the Emergency Committee so that a formal decision could be taken. This would be the normal way of coping with major

decisions that would be within the spirit of the Business Plan and overall financial parameters but were not anticipated. Such circumstances might include the approval for a new venture or partnership or major exceptions to policies or procedures. The Terms of Reference for the Emergency Committee is enclosed at appendix A4.

Option 3: Chair's Action

This would require the Chair to consult with other Board members using whatever method is deemed appropriate but not a formal meeting. This would be appropriate for the following circumstances: decisions outside of authority delegated to colleagues but not of sufficient importance to justify the urgency procedure; decisions required at very short notice when it is not possible to follow the urgency procedure.

- 5.7 Chair's action requires the Chair (or Vice Chair in his/her absence) to consult at least two other Board members. The choice of Board member will depend on availability but will normally include those with a special expertise on the issue in question. Chair's Action will be reported to the next Board meeting together with a note of who was consulted. Committees and review groups of the Board.

6. Committees

- 6.1 In these SOFR, the word 'Committee' refers to anybody consisting wholly or mainly of members of the Board (or in the case of Health and Safety the Business Leadership Team), appointed by the Board. The term 'review group' or 'working group' refers to anybody established by the Board to review a specific project or proposal and will consist largely, but not exclusively, of Board members and relevant BLT and OLT members.
- 6.2 The Board may delegate any of its functions to the Subsidiary, Committees, Review Groups and Officers as it deems necessary to execute the business of the Group and as prescribed by the Rules of FHA and the Articles of Yourplace. However, the Parent Board will retain the ultimate responsibility for all actions taken in the name of Fife Housing Association or its Subsidiary.
- 6.3 The Parent Board shall determine the purpose and membership of its Committees which shall include in the majority persons who also serve on the Parent Board and other such persons as the Board thinks fit. Membership of all Committees report directly to the Board and will insofar as is practically possible reflect the membership of the Board.
- 6.4 The skills and experience composition for Committees and Review Groups will be determined by the role that body undertakes.
- 6.5 The members of all Committees shall be confirmed at the first meeting following the Annual General Meeting (AGM) each year to serve until the next AGM. Retirements and vacancies on each of the Committees shall be filled by members of the Board to reflect the requirements of the Group. With the exception of the Audit and Risk Committee, the Convener of each Committee will

be appointed by the members of that Committee at their first meeting after the Annual General Meeting. The Convener of the Audit and Risk Committee will be appointed by the Parent Board at its first meeting following the AGM.

- 6.6 Co-optees must not make up more than one-third of any committee.
- 6.7 All members of the Parent Board shall have the right to attend any meeting or any Committee or Review Group of the Board and shall have the right to speak at such a meeting, but not to vote.
- 6.8 The Chair of the Parent Board shall be entitled to attend, as a member, every Committee or Review Group appointed by the Parent Board but is not, however, entitled to election as Convener of any Committee.
- 6.9 The Parent Board may at any time dissolve a Committee or Review Group or alter its membership.

Meetings of committees and review groups

- 6.10 Except in cases of urgency (in consultation with the relevant Convener) all notices of meetings of committees or review groups shall be given in writing at least seven days before the meeting. All such notices shall be given by the Secretary and shall specify the date, time and place of meetings and the business to be transacted.
- 6.11 The Convener of a committee shall chair the meetings of the committee. In the absence of the Convener, the Chair of the Association (Parent Chair), if present, shall chair the meeting failing which the committee shall elect a Convener pro-tem until the Convener or Association Chair shall be present.
- 6.12 Notwithstanding 6.11 above, the Chair of the Association cannot chair the Audit and Risk Committee meetings.

Minutes of meetings of committees/notes of review groups

- 6.13 Minutes of the meetings of Committees or notes from Review Group meetings shall be circulated to members after the meeting and agreed with the Convener.
- 6.14 Minutes of meetings of Committees shall be submitted to the first available meeting of the Board held thereafter for homologation, or in respect of Review Groups for noting as appropriate.
- 6.15 Working Groups may submit an interim report to the Board on any question or ask for direction at any stage of their deliberations.

7. The Chair

Parent Chair

- 7.1 The Chair of the Fife Housing Association Board ('Association Chair', 'Parent Chair') shall also be the Chair of the Group.
- 7.2 The role of the Association Chair cannot be held by an employee.

- 7.3 The Association Chair shall be elected annually by the Board following an invitation to all Board members to express an interest in being considered for this role. Where there is more than one interested member the Board will vote on the appointment.
- 7.4 The election of the Association Chair (who will also be known as the Parent Chair) shall be the first business transacted by the Board immediately after the Annual General Meeting.
- 7.5 The Association Chair shall, unless she/he resigns or becomes disqualified, continue in office until a successor becomes entitled to act as Association and Parent Chair.
- 7.6 Where, owing to resignation, dismissal or failure to be reappointed to the Board, there is no Association Chair, the Board may appoint a member of the Board to serve as Association Chair until the next Board meeting. On this next occasion, an Association Chair is to be appointed to serve until the next Annual General Meeting.

Role of Parent Chair

- 7.7 It shall be the duty of the Association Chair, elected in accordance with Rule 59.5:
- To run the Board and set its agenda which should take full account of the issues and concerns of all Board members;
 - To preserve order and to ensure that every member of the Board shall have a fair hearing;
 - To decide on all matters of order, competency and relevance;
 - To ensure that the members of the Board receive accurate, timely and clear information to enable the Board to take sound decisions, monitor effectively and provide advice to promote the success of the organisation; and
 - To manage the Board and ensure that due and sufficient opportunity is given to Board members who wish to speak to express their views on the subject under discussion and to arrange for informal pre-Board meetings of Board members and colleagues, where appropriate, to enable thorough preparation for Board discussions.
- 7.8 The Association Chair may alter the order of business of the meeting at any stage.
- 7.9 The decision of the Association Chair on all matters within his competency shall be final, and shall not be open to question or discussion.
- 7.10 The Association Chair may call Board members to order individually or jointly if a breach of any rule occurs. Members unwilling to accept the authority of the Association Chair may be asked to leave the meeting and the Association Chair

may suspend or adjourn the meeting as a result of any such breach at his discretion.

Subsidiary Chair

- 7.11 The Chair of the FHA Board ('Association Chair', 'Parent Chair') cannot also be the Chair of the Subsidiary Board (Yourplace).
- 7.12 The role of a Subsidiary Chair cannot be held by an employee.
- 7.13 The Subsidiary Chair shall be appointed annually through nomination by the Parent Board, following an invitation to all Group Board members to express an interest in being considered for this role. Where there is more than one interested member the Yourplace Board will vote on the appointment. The final decision is for the Yourplace Board of Directors.
- 7.14 The nomination to the Subsidiary Chair by the Parent Board shall be the first business considered by the Subsidiary Board immediately after the Annual General Meeting.
- 7.15 The Subsidiary Chair shall, unless they resign, be removed by a decision of the Parent Board or become disqualified, continue in office until a successor becomes entitled to act as Chair.
- 7.16 Where, owing to resignation, dismissal or failure to be reappointed to the Board, there is no Chair for the Subsidiary, the Board may appoint a Director of the Board to serve as that Subsidiary Chair until the next Board meeting. On this next occasion, a Subsidiary Chair is to be appointed to serve until the next Annual General Meeting.
- 7.17 The Subsidiary Chair may also sit as a member on the FHA Board.

Vice-Chair (of the Parent Board)

- 7.17 A Vice-Chair may be appointed annually by the Board, subject to the view of the Board. Should the Board determine the need for an appointment to Vice-Chair there will be an invitation to all Board members to formally express an interest in being considered for this role. Where there is more than one interested member the Board will vote on the appointment.
- 7.18 The role of the Vice-Chair cannot be held by an employee.
- 7.19 The Vice-Chair shall, unless he resigns or becomes disqualified, hold office until the next Annual General Meeting and during that time shall continue to be a member of the Board.
- 7.20 Subject to any Standing Orders made by the Association, anything authorised or required to be done by or before the Chair may be done by or before the Vice-Chair.
- 7.21 The Vice-Chair (should this post be required) shall be appointed at the first meeting of the Board following the Annual General Meeting.

Chair of meetings

- 7.22 At all Board meetings the appointed Chair shall preside as Chair, or in their absence the Vice-Chair or if there is no such officer present and willing to act, the members shall elect from their number a member to be Chair of the meeting.
- 7.23 Any power or duty of the Chair in relation to the conduct of a meeting may be exercised by the person presiding at the meeting.

8. Confidentiality and open meetings

- 8.1 Any Board or colleague member attending a Group meeting shall respect the confidentiality of any papers presented, and the decisions made.
- 8.2 Certain meetings shall be open, and the public/employees may therefore be present at a General Meeting, unless the meeting determines that this is not appropriate. Where confidential items are to be discussed, the Chair shall close the open section and all those not authorised to be present shall be asked to leave and the meeting shall then be deemed private for a particular item or items.
- 8.3 Any items for discussion relating to the following will be undertaken in private:
- Personal information which may be sensitive to particular individuals;
 - Confidential financial or business affairs of the Group;
 - Discussions regarding individual terms and conditions which remain commercially confidential, unless deemed disclosable;
 - Proposed expenditure on the acquisition of any property, land or other significant asset where the acquisition is deemed to be commercially sensitive;
 - The commercial basis for selection of contractors for the supply of goods or services;
 - Terms proposed in connection with commercially confidential contract negotiations; and
 - Legal proceedings.
- 8.4 Any reports to meetings which are not deemed confidential are to be made available for public inspection should this be requested.

9. Interests of Board members

- 9.1 In pursuit of its aims and objectives the Group enjoys the confidence and support of the Scottish Housing Regulator and the local authority, Fife Council, in whose area it operates and it is important that this confidence is maintained through high standards of probity and mutual respect.
- 9.2 Whilst the Association's activities are monitored by the Scottish Housing Regulator and the conduct of its affairs are governed by statute it is important that those on the Board or are employed by the Group are seen to perform their

- duties within the framework of a Code of Conduct which protects both the Group and the Board member or employee.
- 9.3 Members of the Group's Boards are under a legal duty to act in the best interests of the Group and must never place themselves or allow themselves to be placed in a position where that duty is, or might be, compromised.
 - 9.4 There is potential for this duty to be severely compromised where the Board, Committees or Review Groups are required to discuss, resolve or adjudicate on issues that individual members, or their relatives, may have experiences or an interest in.
 - 9.5 Typically this might occur in relation to contracts but can also occur when the member has another role outside the Group, for example with another voluntary body that is partnering FHA or Yourplace on an initiative which could be experiencing difficulty, or as a friend or relative of an elected member of the local authority and is being asked to comment on a matter which has political implications.
 - 9.6 Members must always be careful that when acting in another capacity they do not compromise their overriding duty to the Group and its Subsidiary.
 - 9.7 Any member of the Board who has any personal relationship with a potential contractor or any financial or other interest in any way whatsoever in a contract, initiative or other transaction which is to be discussed by a Board or Committee, shall immediately disclose such an interest. That member of the Board will not be allowed to vote on the issue or remain during its discussion unless requested so to do by the other members of the Board present. This applies in like manner to a member of the Board who has a close relative so interested. All such declarations shall be recorded in the minutes of the meeting.
 - 9.8 If any Board member has a non-pecuniary interest in any item to be discussed by a Board or Committee they must disclose it immediately. The member will not be allowed to contribute to any discussion or vote on this item. They may not, however, have to leave the meeting whilst the item is under consideration, however, this will be for the Chair of the meeting to determine.
 - 9.9 No Board member may sit on any decision-making panel, likely to be Colleague Committee, charged with adjudicating on any matters relating to any individual for whom that member is acting or has acted as advocate or has any personal connection.
 - 9.10 No member of the Board, by virtue of office or employment, may accept any fee or reward for work undertaken on behalf of Fife Housing Association or its legal subsidiary PACT Enterprises Limited.
 - 9.11 The Group shall not conduct any business with a person or body which would be prohibited by the Group's Code of Conduct. Therefore, the FHA Chair, in consultation with the Secretary (or the Chief Executive as deputy in this respect) present, will be required to establish whether, following a declaration of interest by a member of the FHA Board, or its Subsidiary or a Committee member, can lawfully conduct the business intended to be discussed at the meeting. In cases

of doubt, the item of business will stand adjourned to the next meeting of the Board or Committee.

- 9.12 The Secretary will maintain Register of Board members' interests and Board members will declare in the Register any such interests that may relate to any contract, relationship or other transaction that could be discussed by the Board or Committees.
- 9.13 The Register will be reviewed annually and be open to inspection by the Group's Board members, Committees, auditors and regulators at any reasonable time.

10. Interests of employees

- 10.1 No employee of the Group shall in pursuit of private business interests, engage in activities similar to those for which he is employed by the Group in any of the following circumstances:
- The acquisition of land and property, for the purpose of letting accommodation, within the same geographical area in which the Association or its Subsidiary operates; and/or
 - When approved firms who are or have been recently engaged by the Association or Subsidiary would be party to any private business venture with that employee.
- ...and these restrictions shall apply to the members of his household and their immediate family.
- 10.2 Any employee who has reason to believe that he is or has been engaged upon business enterprises that could give rise to questions of duality of interest should advise the Secretary or Chief Executive of the circumstances immediately they become aware of the issue. Where circumstances give rise to concerns this will be reported to Audit and Risk Committee, recorded in the 'Declarations of Interests Register' and brought to the attention of the Board who will determine any required action.
- 10.3 The Secretary is to keep a record of all declarations of interests, financial or otherwise, of employees and this record is to be available at all reasonable times for inspection by any Board member.
- 10.4 An interest in a contract or the like by an employee, in accordance with the Group's Code of Conduct, shall be so declared to the Board before the acceptance of any tender, quotation or appointment, or before acceptance onto the approved list of contractors and consultants.
- 10.5 Any candidate for a position in the employment of the Group who canvasses members of the Board directly or indirectly will be disqualified.
- 10.6 No member of the Board of the Association or its Subsidiary may recommend anyone for appointment or promotion; although, if requested, a written reference can be given following clarification with the Chief Executive.
- 10.7 Details of any known relationship, as defined in the Group's Code of Conduct, of any candidate for appointment with any member of the Board or officer of the Association or its Subsidiary shall be required to be indicated on our application

form. Any candidate who fails to make such a disclosure may be disqualified and, if appointed, may be dismissed.

- 10.8 Persons who have previously held a Board membership position within the Group may be considered for vacancies that have arisen so long as a period of not less than 12 months has elapsed since they held Board membership and they apply through the standard application process, ensuring adherence to Standing Order 10.5.
- 10.9 Every member of the Board and officer of the Group is required to disclose, as soon as they are aware, to the Chief Executive their relationship, as defined in the Group's Code of Conduct, with any candidate for appointment. Such information shall be communicated to the Selection Panel and must be approved under exemptions as defined in the Code of Conduct prior to appointment. Where a relationship to a member of the Board of the Group is so disclosed, then Standing Order 9 'interests of Board members' shall apply.
- 10.10 The Board shall approve and periodically review a policy setting out the position on employee purchases from the Group or from any of the persons or firms on the Group's approved contractor or supplier lists.

11. Code of Conduct

- 11.1 The Group, its Subsidiary, its members of the Board and employees shall at all times abide by the Group's Code of Conduct which reflects the principles of the SFHA Code of Conduct. Items already covered by these Standing Orders shall take preference over those covered in the Code of Conduct.
- 11.2 The Group's Code of Conduct can be found at Appendix C.

12. Performance review

Board

- 12.1 The Boards should undertake a formal and rigorous annual evaluation of their own performance and that of individual members of each Board.
- 12.2 It is the responsibility of the FHA Chair supported by the Chief Executive to select an effective process and to act on its outcome. Individual evaluation should aim to show whether each Board member continues to contribute effectively and to demonstrate commitment to the role.

Chair

- 12.3 A nominated group from the Board should meet annually with the Vice Chair to carry out the Chair's appraisal.
- 12.4 The Board should take into account the views of the Business Leadership Team and will determine the process whereby the review will be progressed.

Committees

- 12.5 The Board will evaluate the effectiveness of its Committees at the Boards' annual Strategy Day.

Chief Executive

- 12.6 A nominated group taken from the Colleague and Governance Committee and Chair will meet once a year and will be responsible for the annual performance review and remuneration of the Chief Executive.

13. Press Enquiries and Interviews

- 13.1 No Board member or colleague may enter into communication with the press or the media either in writing or by word of mouth on the activities or affairs of the Group without prior authority from the Chief Executive or FHA Chair.
- 13.2 Communication with the media in this case will include making postings - on any subject which may reflect on the Group, its partners or customers - to any social media website, correspondence with newspapers or other media and postings to any internet-hosted site.

14. Delegation to Executive

Chief Executive

- 14.1 The Chief Executive is ultimately responsible for the operational management of the Group's affairs. She/he must assist the Boards in determining their strategic objectives and ensure the achievement of such objectives through the effective deployment of the Group's resources and the creation and maintenance of productive relationships with external agencies.
- 14.2 Subject to SOFR, and in accordance with policies and decisions made by the Board or Committees, take the action she considers necessary to ensure the efficient and effective management and administration of the Group's activities.
- 14.3 The Chief Executive has the delegated authority to determine the appropriate operational structure for the Group whilst operating within the parameters of the Board-approved business plan and budget. Where changes necessitate investment in excess of the Board-approved business plan and budget this must be the subject of a report to the Parent Board.

Business Leadership Team (Executive Directors)

- 14.4 The Executive Directors (defined as Chief Executive, Director of Finance, Governance and Assets, Director of Housing and Director of Operations) make up the group known as the Business Leadership Team (BLT) and are responsible for advising on strategy, policy and ensuring implementation of decisions made by the Boards and Committees.
- 14.5 Each Executive Director is responsible for the accountability and direction of the Group's employees and the security, custody and control of all other resources, including equipment, assets and cash within his sphere of activity.
- 14.6 The forum for Executive Directors and other relevant participants is the Business Leadership Team Meeting which meets at regular intervals and is chaired by the Chief Executive or a nominee. Where appropriate, issues relevant to more than one area of activity, or which may influence future policies should be brought to these forums for discussion and decision before being submitted to the Board.

All participants at this meeting are obliged to declare an interest in any issue being considered if a decision made could materially affect their personal or business circumstances.

- 14.7 Each Manager shall consult with the Executive Directors on any matter within their responsibility, which is liable to materially affect the Group before it is reported to a Board or Committee.
- 14.8 Each Executive Director and Manager will have agreed and be issued with job descriptions and have been provided with documents containing the rules and procedures that relate to their area of work. The specific responsibilities of Executive Directors and Managers, including their financial responsibilities, are outlined in the individual job descriptions but can be amended in accordance with Standing Orders and with proper consultation.

Delegations to Business Leadership Team

- 14.9 Under the management of the Chief Executive certain activities may be delegated to Executive Directors. Where appropriate members of the BLT will consult each other on matters of common interest or potential conflict as determined under Financial Rules. To the extent of the powers delegated above:
- To authorise the Group to enter into contracts and deeds and where appropriate to authorise the signing of documents in accordance with the relevant Rules and to make regular reports to the Boards on this;
 - Assessment of rents/licences/factoring charges in accordance with approved policies and schemes and appropriate notification to residents;
 - Legal action on the enforcement of legal covenants relating to all properties owned, leased or managed by the Group;
 - Minor acquisition or disposal of land and property by the Group (see appendices for limits);
 - The Chief Executive, in consultation with the BLT, reviews the organisational structure, determines the number and grades of posts required to carry out the work of the Group within approved business plans and budgets and subsequently reports thereon to the Board;
 - Within Board-approved policies, settle Terms and Conditions of Service, salaries, ex-gratia payments, allowances and other emoluments.
 - In accordance with other external documents decide upon matters relating to:
 - a) Colleague recruitment and selection (other than Executive Directors) and the authorisation of candidates' expenses and appointees' relocation expenses, accommodation and travelling allowances;
 - b) Extension of sick pay entitlements;
 - c) All colleague welfare matters;
 - d) Operation of a performance appraisal scheme;
 - e) Authorisation of casual and temporary appointments and the determination of their rates of pay and allowance;

- f) Informal and formal communications, consultations and negotiations with employee representatives;
- g) Leave of absence in excess of normal entitlement;
- h) Colleague learning and development arrangements and attendance of colleagues on courses;
- i) Extensions of service or recommendations for early retirement in consultation with the Fife Council Pension Scheme; and
- j) Determining ex-gratia payments to employees in cases of loss or damage to possessions in connection with the work of the Group.

14.10 Policy documents in respect of colleague learning and development, equal opportunities and diversity, standard terms and conditions, recruitment and other Human Resources documents (all of which form part of the Colleague Handbook) approved by the Board shall have the same status as Standing Orders and will not, in any way, replace them.

15. Virement

Virement within budget holder's responsibility

- 15.1 Where it is necessary to vire the budget for a particular expense to another within the same Budget Holder's area of responsibility, approval must be gained from a meeting (can be by email) of the Business Leadership Team. Evidence of the approval will be recorded by the Chief Executive's Chief Executive and Governance Assistant and forwarded to the Management Accountant for actioning within the Approved Budget.
- 15.2 In the case of the revenue budget this must not result in a worsening of the overall surplus or deficit for the year.
- 15.3 In the case of capital expenditure and grant income associated with land or property to be available for rent or sale, procedures defined in Section 24 must be adhered to. In the case of other capital expenditure any transfer of budgets should not result in an overall increase in net expenditure.

Virement from one budget holder's responsibility to another

- 15.4 Where it is necessary to vire the budget from one budget holder's responsibility to another, this must be approved by the Business Leadership Team. In the case of the revenue budget this must not result in a worsening of the overall surplus or deficit for the year.

Virement limits

- 15.5 All approved virement requests which exceed 5% of any budget heading (measured both in terms of total annual budget and year-to-date budget) must be reported to the next available meeting of the Board for information. Any doubt regarding the measurement of this 5% must be confirmed with the Finance Manager prior to proceeding.

- 15.6 Virement at 5% or under will be considered by the Business Leadership Team and will only be approved based on a business case and within the Board-approved business plan and budget.
- 15.7 Should a need for virement be identified and this would lead to a worsening of the overall surplus or deficit for the year (e.g. a move from a capital spend to a revenue spend, or increased revenue spend or reduced income) then this will require the approval of the Board.

16. Execution of documents

- 16.1 The Group will validly execute documents in accordance with the method permitted under the Requirements of Writing (Scotland) Act 1995 through the use of delegated authorised signatures which are witnessed and the deed recorded in a Register. The use of a common seal is not required. All documents executed should have the prior approval or authority of the relevant Board or approved officers (see appendices) whether specific or general.
- 16.2 Under the Requirements of Writing (Scotland) Act 1995, any member of the relevant Board, the Secretary or any other authorised person (e.g. certain employees) can sign documents on behalf of the Group. These will be legally binding on the Group providing they are witnessed. The Act itself does not require that this has to be done with the approval of the governing body; therefore the Association has policies and procedures in place to control the commitments that it is entering into, and to ensure that such commitments are only made by authorised employees or the Board.
- 16.3 The Association will approve and regularly review a written scheme of delegated authority, which sets out who the authorised signatories are for which type of documents.
- 16.4 An entry of every execution of a document shall be made and consecutively numbered in a book kept for the purpose and shall be signed by the persons who have executed the document.
- 16.5 The delegated authority for the Group in respect of the execution of documents can be found at Appendix B.

17. Repossession of property and authority to evict

- 17.1 An eviction is defined as the recovery of accommodation, owned or managed by Fife Housing Association Limited or Yourplace Limited, by using the legal processes that are available.
- 17.2 The Group will ensure it produces, publishes and maintains an up-to-date Housing Policy including our policy on evictions, ensuring that this does not discriminate between tenants on any grounds. The Group will publish standard information and documentation in different languages and other formats, as required, will enhance the promotion of equal opportunities for all tenants and to assist with the maintenance of a well-managed tenancy.

- 17.3 The Group will ensure that Group-instigated repossessions and evictions are only carried out after all other options have been exhausted and tenancy management remedies have proved to be ineffective.
- 17.4 The decision to grant Decrees for Recovery of Possession can only be made by a Sheriff in a Court of Law. These will only happen when the Sheriff is satisfied that the Association or Subsidiary has complied with the Pre-Action Requirements and that:
- It is reasonable to do so; and
 - The relevant landlord has adhered to the prescribed legal processes, including serving a valid statutory Notice of Proceedings on the tenant and all qualifying occupiers.
- 17.5 The Group shall ensure its policies and procedures meet all legislative and good practice requirements with regard to evictions. In particular, that policy complies with the terms of: the Housing (Scotland) Act 2014, the Antisocial Behaviour (Scotland) Act 2004, the Homelessness (Scotland) Act 2003 and the Equalities Act 2010.
- 17.6 Where a Decree is granted, the approval of the Business Leadership Team must be obtained before an eviction can take place.
- 17.7 In rent arrears cases, where Decree has not previously been granted, the decision of the BLT is likely to be: “evict if the arrears are not cleared in full”.
- 17.8 In rent arrears cases, where Decree has previously been granted, the decision of the BLT is likely to be: “evict even if the arrears are cleared in full”.
- 17.9 Where applicable and after BLT approval for the eviction has been obtained, this action will be arranged as soon as it is practical to do so.

18. Register of Board members

- 18.1 The Secretary shall maintain a Register of Board members in which will be entered the detail of each Board member’s principal employment(s), professional or business activities; of any position of public responsibility held; and of membership of other Housing Associations or organisations.
- 18.2 A Board member shall supply to the Secretary the information required for the Register as soon as possible after being elected to the Board. The Secretary shall be notified of any change in this information by the member as soon as possible after the change occurs.
- 18.3 The Secretary shall also record in the Register of Board members all declarations of interest made by Board members under Rule 38 of the Association.

19. Board Member Manual

- 19.1 Board members are provided on appointment with a ‘Board Member Manual’ which further sets out the expectations of the Group in terms of probity, conduct, roles and responsibilities. The requirements set out in the manual shall be deemed to form part of the Group’s Standing Orders.

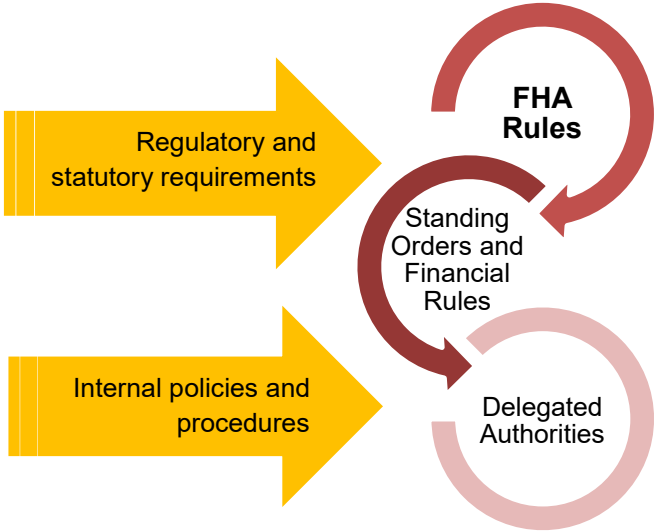
20. Scottish Housing Regulator (SHR)

- 20.1 In seeking to achieve the highest standards, the Group will aim to comply with the SHR's (or its successor) regulatory requirements and ensure it remains a viable organisation that is well governed and well managed.
- 20.2 Information required by the SHR, which details the Group's performance relating to the above, will be completed by the BLT and presented to the Board as required by the regulator (or its successor).

21. Financial Rules

Introduction

- 21.1 Our Rules, the Articles of Association of Yourplace , the Group's subsidiary and our Standing Orders outline how we control and run the Group.
- 21.2 These Financial Rules form part of the Standing Orders and detail the financial policies of the Group.
- 21.3 Financial procedures are even more specific than the Financial Rules and set out precisely how the regulations will be implemented.
- 21.4 The relationship between these parts of the constitution may be illustrated:



5 Strategic financial controls

Budget preparation

- 22.1 The Group budget is to be prepared in a form agreed by the Group Board of Management and is to be in line with the objectives of the Group and its business plan.
- 22.2 The budgets of the Subsidiary will link to this and linked to their particular objectives which must follow the principles set out by the Group Board.

- 22.3 The zero-based budget process will commence by October of each financial year with input by each OLT member so that the current year's budget can be revised, taking into account actual results for the year-to-date. A zero-based budget for the next financial year will be prepared initially based on compositions from each of OLT for their respective areas of responsibility as agreed with their respective BLT member. Following this the budget will be first reviewed at a meeting of the BLT who will recommend the draft budget for Board review and approval.
- 22.4 The budget is to be discussed and approved by the Group Board of Management by January of each year in preparation for commencement of the new financial year in April. The Subsidiary budget will be discussed by the Yourplace Board prior to the Group Board consideration and reconciled as part of the Group budget.
- 22.5 Once approved, the budget is to be used as the basis for authority to incur expenditure and for comparison with actual monthly/quarterly results.
- 22.6 The Group Board has approved the Scheme of Delegated Authorities shown in Appendix B. This Appendix sets out the delegated authorities covering the Group's activities and the responsibilities that have been delegated to certain roles or postholders.

Budgetary control

- 22.7 Variations in actual income and expenditure against budget are to be reported to the Parent and Subsidiary Boards quarterly by the Director of Finance, Governance and Assets, or as otherwise agreed by the Parent Board. Any significant variances arising during the quarter, in actual income and expenditure against budget, will be highlighted together with recovery actions taken or proposed.
- 22.8 Nothing in these financial regulations shall prevent colleagues from incurring expenditure which is essential to meet any immediate needs created by a sudden emergency subject to their action being reported forthwith to the Chief Executive and, if appropriate, the Board.
- 22.9 The inclusion of items in approved revenue estimates of capital programmes shall constitute authority to incur such expenditure save to the extent to which the Group Board shall have placed a reservation on any such item or items. Expenditure on any such reserved items may be incurred only when and to the extent that such reservation has been removed.
- 22.10 The Director of Finance, Governance and Assets shall keep the Group and Subsidiary Boards informed, on a regular and timely basis as to the state of the Group's finances and shall report on the accounts of each financial year within four months of the financial year-end and provide audited year-end accounts within six months of the year-end.
- 22.11 The Policy Review Schedule is enclosed as Appendix D and will be reviewed on an ongoing basis, reported to the Business Leadership Team at their monthly meeting.. Where a team or a colleague proposes:
- A new policy;

- A variation of existing policy; or
- A variation in the means or timescale of implementing an existing policy.

...which affects or may affect the Group's finances, the relevant Director shall consult with the Finance Manager then submit a report to the Chief Executive for consideration by the appropriate Board or Committee.

- 22.12 As outlined in section 15 above, the Business Leadership Team meeting shall have authority to approve virement. Virement is the process whereby overruns of expenditure may be set off against underspend in other types of expense.

Investments and borrowings/treasury management

- 22.13 The Group Board is responsible for approving a Treasury Management Policy setting out strategy and policies for borrowings, cash management, investments, banking arrangements and other Treasury matters such as financial products to protect the Group from interest rate volatility.
- 22.14 The Parent Board will appoint an external Treasury Adviser who will, annually report on treasury matters and outlook to all Board members within the Group. Additionally the Treasury Adviser will provide support to the Director of Finance, Governance and Assets regarding treasury matters as required.
- 22.15 It is essential that the Group investments are properly and professionally managed. To achieve this, the organisation may employ the services of investment managers authorised under the requirements of the Financial Services and Markets Act 2000.

Expenditure authorisations

- 22.16 The Group Board shall from time-to-time, approve the procedures for the authorisation of expenditure commitments, and invoices for payment. Levels of authority range from colleagues, the Subsidiary company to the Group Board itself, and it is important for the good internal control of the Group's expenditure that all colleagues have a working knowledge of the content. It is the responsibility of Directors to ensure that all their team members are fully aware of their own authority levels and limits. This information is shown in Appendix B, Tables A and B.
- 22.17 The fact that an item of expenditure has been included in the annual budget will be taken as approval of that item, however, all invoices will still require to be authorised at the delegated authority level shown in Appendix B, Table B.

Accounting

- 22.18 All accounting procedures and records of the Group shall be determined by the Director of Finance, Governance and Assets in order to comply with the requirements of 'The Scottish Housing Regulator's Determination of Accounting Requirements 2014', 'The Housing (Scotland) Act 2014', the 'Housing SORP 2014: Statement of Recommended Practice for registered social landlords', Financial Reporting Standards (FRS), International Financial Reporting Standards (IFRS) and the 'New Generally Accepted Accounting Practice' (UK GAAP).

- 22.19 All accounts and accounting records of the Group shall be compiled under the direction of the Director of Finance, Governance and Assets.
- 22.20 The following principles shall be observed where possible; in the allocation of accounting duties in order to ensure that proper segregation of duties exist:
- The duties of providing information about money due to or from the Group and of calculating, checking and recording these sums shall be separated from the duty of collecting or paying them; and
 - Colleagues charged with the duties of examining and checking the accounts of cash transactions shall not themselves be engaged in any of these transactions.
- 22.21 The Group will record all accounting transactions in the SUN accounting software package with all supporting information being recorded in the Universal Housing Management System, Genero, the Sage payroll software, Microsoft Excel and such other paper-based filing systems as the Director of Finance, Governance and Assets deems appropriate. The Group's suite of software will encompass, as a minimum, the following:
- Nominal ledger;
 - Purchase ledger;
 - Payroll records;
 - Cash book;
 - Rent account;
 - Fixed asset register (property: Apex/Real Asset Management systems);
 - Fixed asset register (other assets);
 - Loan register;
 - Capital contracts records; and
 - Property repair and maintenance records.

Audit requirements

- 22.22 The Group will comply with statutory and regulatory requirements as well as meeting the best practice guidance and specific requirements set out by the Scottish Federation of Housing Associations.
- 22.23 Preparation of financial statements is to commence within four weeks of the financial year-end each year and draft financial statements (together with audit schedules) are to be prepared for the external auditors by the time the audit commences at a date to be agreed with the Audit Partner. Once the timetable is agreed with the auditors the Board expects the timetable to be met.
- 22.24 Draft and unaudited managements accounts to 31 March are to be submitted to the Board at the earliest opportunity following the financial year-end.
- 22.25 The financial statements shall be presented to the Audit and Risk Committee for their approval. The Audit and Risk Committee will also consider the findings of

both the external and internal audit prior to giving their approval to the financial statements being presented to the Board.

- 22.26 Final audited and signed accounts are to be submitted to the Scottish Housing Regulator (SHR), the Office of the Scottish Charity Regulator (OSCR) and the Financial Conduct Authority (FCA) within six months of the financial year-end and presented for adoption by the Shareholding Membership at the Annual General Meeting.
- 22.27 The External Auditor and the Director of Finance, Governance and Assets or his authorised representative shall have authority to:
- Enter at all reasonable times any Group premises or land;
 - Access all records, documents and correspondence relating to any financial and other transactions of the Group;
 - Require and receive such explanations as are necessary concerning any matter under examination; and
 - Require any employee or agent of the Group to produce cash, stores or any other Group property under his control.
- 22.28 On being advised or discovering any irregularity in the exercise of the functions of the Group, the Director of Finance, Governance and Assets shall take such steps as are considered necessary by way of investigation and report to the Chief Executive and/or Chair and, if necessary the Group Board.

23. Group operational financial controls

Security procedures

- 23.1 Each nominated colleague is responsible for maintaining proper security at all times for all buildings, stock, stores, furniture, equipment, cash, etc., under their control. The colleague shall consult the Chief Executive in any case where security is thought to be defective or where it is considered that special security arrangements may be needed.
- 23.2 Maximum limits for cash holdings shall be agreed with the Director of Finance, Governance and Assets and shall not be exceeded without express permission.
- 23.3 Keys to safes or other similar containers are to be carried on the person of those responsible at all times when they may be required and stored securely at other times; the loss of any such keys must be reported to the Director of Finance, Governance and Assets.
- 23.4 All colleagues shall be responsible for maintaining proper security and privacy of information held in a computer installation or for its use. The restriction of access to computer files to authorised persons only and the use of passwords are the types of security control that will be instituted. Information relating to individuals held on computer will be subject to the provisions of the Data Protection Act. The Data Protection Officer and Data Controller is the Director of Finance, Governance and Assets.

- 23.5 All employees and Board members must sign-up and adhere to the Group's I.C.T. Acceptable Use Policy at all times.
- 23.6 All colleagues are responsible for complying with the Treasury Management Policy in respect of anti-money laundering and reporting any such suspicious activity to the nominated Anti-Money Laundering Officer.

Income

- 23.7 The collection of current tenant arrears shall be under the direction of the Chief Executive. All other sums of money due to the Group shall be under the direction of the Director of Finance, Governance and Assets.
- 23.8 All colleagues shall furnish the Finance Manager with such particulars in connection with work done, goods supplied or services rendered and of all other amounts due as may be required to record correctly all sums due to the Group and to ensure that accounts are issued in accordance with the detailed financial procedures of the Group.
- 23.9 The Finance Manager shall be notified promptly of all money due to the Group and of contracts, leases and other agreements entered into which involve the receipt of money by the Group and the Finance Manager shall have the right to inspect any documents or other evidence in this connection as he may decide.
- 23.10 All receipt forms, books, tickets and other such items shall be ordered and supplied by the Finance Manager who shall put into place arrangements for their control.
- 23.11 All money received by colleagues on behalf of the Group shall, without delay, be paid to the Finance Manager, to the relevant Group bank account or transmitted directly to any other body or person entitled thereto. No deduction may be made from such money except to the extent that the Director of Finance, Governance and Assets may specifically authorise. Each colleague who so banks money shall enter on the paying-in slip a reference to the related debt as set out in the detailed financial procedures of the Group.
- 23.12 Every transfer of money from one colleague to another will be evidenced in the records by the signature of the recipient.
- 23.13 Donations of cash or other items shall be recorded and a written acknowledgement.
- 23.14 When the Group is informed of its right to a legacy the details will be recorded and the Director of Finance, Governance and Assets shall have responsibility to ensure that the legacy is received on a timely basis. Where the Group is a residuary legatee the Director of Finance, Governance and Assets shall ensure proper administration of the property and shall take whatever action may be required to safeguard the Group's entitlement and assets. The Director of Finance, Governance and Assets shall ensure that all income due to the Group from legacies is recorded.

Writing off irrecoverable items of income

- 23.15 The Group will write off all established bad debts as soon as possible in order not to distort the current rent arrears and other bad debts position. Consideration should be given as to whether or not the present abode of ex-tenants in arrears is known to establish whether the doubtful debts are collectable or not.
- 23.16 Before any income is written off in the financial records of the Group, the approval of the Board and/or Chief Executive and/or Director of Finance, Governance and Assets must be obtained for write-off up to an agreed amount as specified in the Group's delegated authorities shown in Appendix B.
- 23.17 No current tenant arrears shall be written off and write-off does not prejudice the Group's right of recovery.

Banking arrangements

- 23.18 Bank accounts held by the Group are specified in the detailed financial procedures of the Group. All bank accounts are reconciled to their respective cash books on a monthly basis or more frequently.
- 23.19 All arrangements with the Group's bankers shall be made by or under arrangements approved by the Director of Finance, Governance and Assets who shall be authorised to operate such bank accounts as he may consider necessary.
- 23.20 All cheques shall be ordered only on the authority of the Finance Manager who shall make proper arrangements for their safe custody.

Cheque mandates

- 23.21 Cheques on all the Group's main banking accounts shall bear the signature of the colleague or Board members authorised by the Association's Board of Management and the Board of Yourplace Limited.
- 23.22 Cheques up to an agreed amount can be signed by any one authorised person.
- 23.23 Cheques over the agreed amount must be signed by two authorised persons.
- 23.24 Details of authorised persons can be found in the Group's delegated authorities at Appendix B.

Direct debit mandates

- 23.25 Direct debit payments taken from the Association's or Subsidiary's bank account for payments will be authorised by the Director of Finance, Governance and Assets and/or other authorised cheque signatories specified in the Group's Standing Orders.

Faster Payments, BACS, CHAPS and other internet banking and direct transfers

- 23.26 Payments made using the above processes should be approved by appropriate authorised signatories as contained in the Group's delegated authorities at Appendix B.

Control of cash, stocks etc.

- 23.27 Cash floats and balances kept by the Group are specified in the detailed financial procedures.
- 23.28 All such floats will be maintained on the imprest system and will be reimbursed by the Finance Manager.
- 23.29 The issue of credit cards to colleagues must be approved by the Board in advance. Only valid business expenditure may be charged and this must be fully supported by invoices. The Chief Executive's credit card statement must be countersigned by the Group Chair.
- 23.30 Any increases in the credit limit must be approved by the Board.
- 23.31 The Group maintains inventories of various items as detailed in the Group's detailed financial procedures.
- 23.32 A Title Register (deeds, share certificates etc.) must be kept and those documents not kept externally by the Group's solicitors, should be stored in a locked fireproof safe. Updating of the Register will be done under the direction of the Director of Finance, Governance and Assets.

Salaries, wages, pensions, HMRC and other deductions

- 23.33 The annual salary review and other relevant payments and benefits reviews will be carried out in accordance with the Group's agreed procedures and be performed under the direction of the Chief Executive. The individual increases are then agreed and authorised. The Chief Executive shall have regard to best practice within the local employment and social housing environments.
- 23.34 All monthly paid colleagues are paid on a set day each month as specified in the detailed financial procedures.
- 23.35 All payments shall be made in accordance with the delegated authorities shown in Appendix B.
- 23.36 All additional hours or overtime claims submitted more than six months after the hours have been worked will be paid only with express approval of the Chief Executive. Claims in respect of any financial year are to be submitted within one month of that financial year-end.
- 23.37 The Chief Executive shall have the authority to appoint employees within the powers delegated under the Standing Orders. Appointment of all employees shall be made in accordance with the instructions given by the Chief Executive. For new posts, the grade will be as approved by the Chief Executive under the authority delegated.

- 23.38 All time-records and other pay documents shall be in a form prescribed or approved by the Finance Manager.
- 23.39 The Director of Operations is responsible for ensuring that the Chief Executive and the Director of Finance, Governance and Assets are notified as soon as possible and in an agreed format, of all matters materially affecting the administration and payment of such benefits, and in particular:
- Appointments, resignations, dismissals, suspensions, secondments and transfers;
 - Absences from duty for sickness or other reason, apart from approved leave;
 - Changes in remuneration, other than normal increments and pay awards and agreements of general application;
 - Change in address;
 - Change in name; and
 - Any other information necessary to maintain records of service for income tax, national insurance, pension etc.
- 23.40 All temporary and part-time employees but not agency personnel shall be included on the payroll.

Payments of accounts

- 23.41 Apart from petty cash and other payments from advance accounts, the normal method of payment of money due from the Group shall be by cheque or BACS/Faster Payment transfer drawn on the appropriate Group member's bank account by signatories duly authorised by the relevant Board.
- 23.42 The colleague responsible for making a commitment or issuing an order, and empowered through the delegated authorities shown in Appendix B, is responsible for examining, verifying and certifying the related invoice(s) and similarly for any other payment vouchers or accounts arising from his/her department. Such certification shall be in writing by the member of colleagues. The names of colleagues authorised to sign such records and shown in Appendix B, Table B, shall provide the Finance Manager with specimen signatures and shall be amended on the occasion of any change.
- 23.43 Statements or photocopies of invoices will not be accepted for processing.
- 23.44 Before certifying an account, the certifying colleague shall, except to the extent that the Director of Finance, Governance and Assets may otherwise determine, be satisfied that:
- The work, goods or services to which the account relates have been received, carried out, inspected where required and approved;
 - The prices, extensions, calculations, trade discounts, other allowances, credits, VAT, IPT and coding are correct;
 - The relevant expenditure has been properly incurred, and is within the relevant estimate provision;

- Appropriate entries have been made in inventories, store records or stock books as required; and
- The account has not been previously passed for payment and is a proper liability of the Group.

23.45 The colleague shall evidence that they are satisfied concerning these matters by approving the invoice or payment voucher.

23.46 Once accounts have been correctly certified, they should be passed promptly to the Finance Officers within the Finance team who shall examine them, for which purpose the Finance Team shall be entitled to make such enquiries and to receive such information and explanations as they may require.

23.47 Any amendment to an account shall be made in ink and initialled by the colleague making it, stating briefly the reasons where they are not obvious.

23.48 Each identified colleague shall annually, as soon as possible after the financial year-end, agree with the Finance team all outstanding expenditure in relation to the previous financial year.

23.49 Responsibility for the authorisation of an account remains ultimately with the colleague who signs the payment authorisation. Colleagues who have the authority to approve payment for either goods or services within the Group's approved budgets are specified in the Group's delegated authorities at Appendix B.

Cheque payments/BACS and other internet banking based transfers

23.50 The Group will be considering the development of its own 'terms of business' to improve our approach to contract management. Until this point the general rule is that invoices are paid in accordance with the supplier's terms of trade. Where these terms are considered to be excessive this must be raised at the earliest opportunity with the relevant Director.

23.51 If a payment has to be made more quickly than the general rule and is not covered by the exceptions, then the date of payment should be marked on the certified invoice and addressed to the Finance Team duly marked for special treatment. This is only for urgent issues and should not be treated as the norm – recurrent instances will be reviewed by the Director of Finance, Governance and Assets.

Contracts

23.52 Where contracts provide for payment to be made by instalments, the Director of Finance, Governance and Assets shall arrange for the keeping of a contract register to show the state of accounts on each contract between the relevant Group company and the contractor, together with any other payments and the related professional fees.

23.53 Payments to contractors on account of contracts shall be made only on a certificate issued by the supervising colleague (or architect, engineer or consultant where engaged by a Group member) as appropriate, or by their

deputy or other colleague nominated in writing for the purpose. However if the contractor is wound up voluntarily or compulsorily and the contractor's employment is determined or threatened, no monies are to be released without the express written joint authority of either of (relevant to the contract) the Director of Housing / Director of Finance, Governance and Assets/ Director of Operations, and the Chief Executive.

- 23.54 Subject to the provisions of the contract, in each case every variation shall, at their discretion, be authorised in writing by the responsible colleague, up to their authority level or the consultant engaged by the Group when an outside consultant is appointed. Any total-variation-to-date in excess of 5% of the contract value must have prior authorisation from the Business Leadership Team.
- 23.55 All variations are to be costed immediately and reported to the relevant Director on a monthly basis. Wherever possible, compensatory savings will be sought and reported to the Business Leadership Team.
- 23.56 The final certificates of completion of any contract shall not be issued until the appropriate identified colleague or external consultant has produced a detailed statement of account and all relevant documents, if required.
- 23.57 The relevant Director of Housing, Director of Operations and/or Director of Finance, Governance and Assets shall, to the extent considered necessary, examine final accounts for contracts and shall be entitled to make all such enquiries and receive such information and explanations as may be required in order to satisfy as to the accuracy of the accounts. Final accounts should be agreed no later than six months from the issue of the Certificate of Making Good Defects.
- 23.58 Claims from contractors in respect of matters not clearly within the terms of any existing contract shall be referred to the solicitor for consideration of the relevant Group member's legal liability and, where necessary, to the Director of Finance, Governance and Assets for financial consideration before a settlement is reached or before any offer of settlement is made.
- 23.59 Where completion of a contract is delayed beyond the contract period, it shall be the duty of the relevant colleague concerned to consider and, where appropriate, to take action in respect of any claim for liquidated damages.
- 23.60 All colleagues and consultants shall have regard to the requirements of the Scottish Housing Regulator and the Group's procurement Policy and Procedure in respect of matters relating to such contracts.

24. Compensation

- 24.1 This section sets out Fife Housing Group's Policy when considering remedies for justified complaints. It aims to ensure that Fife Housing Group has an accountable and fair system to compensate customers who have experienced a direct loss, or suffered significant inconvenience, as a result of an action or a failure to act by Fife Housing Group or a contractor acting on our behalf.

- 24.2 Compensation payments are not automatic, even where it is clear mistakes have been made. Where a practical solution would provide all or part of the remedy, this will be discussed with the customer.
- 24.3 In some cases a compensation payment may be appropriate if there is no practical action that would provide an appropriate remedy.
- 24.4 There are occasions when Fife Housing Group believes that a discretionary payment may be appropriate – examples include:

Disturbance to decoration: Decoration vouchers will be offered where Fife Housing Group carries out repairs or improvement works to a property that results in disturbance to decoration.

Damage caused to personal possessions: Tenants are expected to have home contents insurance and compensation will only be paid for damage to tenants' personal property where investigations have concluded the Association was at fault.

Additional Cost – heating, lighting and power: Where Fife Housing Group or its contractor has required to use the tenants heating, lighting and power supply to effect repairs or improvements, or there is a proven fault due to our installation that has led to increased power usage, the agreed additional costs of the utilities bill will be reimbursed. The tenant must provide past utilities bills to validate the claim.

- 24.5 In respect of **third-party compensation claims** Fife Housing Group has in place comprehensive insurance against legal liability for damages and claimants costs in respect of injury, illness or disease sustained by Third Parties or damage to Third Party property arising out of the course of the business and in respect of Goods or Services Sold, Serviced or Supplied. Colleagues will not accept liability and will immediately pass on any claims to the Finance team for onward transmission to the Insurer. The agreement of any subsequent settlement figure with insurers will be managed by the Finance team.
- 24.6 Compensation Awards shall be authorised in accordance with Appendix B to the Standing Orders and Financial Rules

25. Asset registers and depreciation

Property Register

- 25.1 A Property Register will be maintained recording an adequate description for each residential and commercial property owned in terms of address, location, number of rooms, number of persons and type of tenancy.
- 25.2 For each residential property owned, the Register will include the following:
- Purchase price and related costs;
 - Date of entry;
 - Current rent being charged;

- Cost of construction, rehabilitation or purchase;
- Amount of grant acquired for purchase, construction or rehabilitation;
- Any shared ownership properties will also state the current tranche position, and accordingly, items listed above will be adjusted in proportion to tranche levels; and
- The form in which the property register is kept will be determined by the Finance Manager.

25.3 The Group's bankers or solicitors shall have custody of all title deeds under secure arrangements where not held by the lending authority.

Fixed Asset Register

25.4 A Fixed Asset Register shall be maintained recording an adequate description of furniture, fittings and equipment, plant and machinery and other capital equipment owned by the appropriate Group member, and the form in which the fixed asset register shall be kept is to be determined by the Finance Manager.

25.5 Each identified colleague shall be responsible to the Director of Finance, Governance and Assets for maintaining an annual check of all items on the fixed asset register, for taking action in relation to surpluses or deficiencies and noting in the fixed asset register accordingly.

25.6 The Group's property shall not be removed other than in the ordinary course of the Group's business, or used other than for the Group's purposes except in accordance with specific directions issued by the colleague responsible for such property.

25.7 Housing scheme equipment shall be separately identified and recorded.

25.8 Each colleague shall ensure that property and equipment is maintained in good working order and will take responsibility to notify the relevant person(s) of any fault or deficiencies.

Disposals of valuable assets, including land and residential and commercial property

25.9 Assets with a value - book, current (or perceived where it is not possible to gain a valuation) - in excess £500 of will only be disposed of when it has been established that the item is no longer of economic use and/or value to the organisation.

25.10 The Business Leadership Team will review each business case for disposal and determine, based on the limits set out in the Delegated Authorities, Appendix B, the approval required to dispose.

Depreciation Policy

25.11 The Group's Depreciation Policy must comply with Financial Reporting Standards and the Housing SORP 2014: Statement of Recommended Practice for registered social landlords.

- 25.12 Any fixed asset owned by the Association will be depreciated over the expected useful life of the asset. Any residential property owned by the Subsidiary, with the exception of housing held for resale which is a debtor, will be classified as an investment property.
- 25.13 Rates of depreciation for the different categories of fixed assets are set out in the Group's detailed financial procedures as approved by the Board.
- 25.14 Small items of expenditure, such as office equipment costing below an agreed amount, specified in the Group's detailed financial procedures, are treated as repairs and replacements and written off in the year of purchase.

26. Schemework Audits

- 26.1 For purposes of external Schemework Audit, the Association and its Subsidiary must maintain a comprehensive scheme file which contains all relevant documents. Examples of these documents are:
- Vendor's written acceptance of the Association's offer for the site or property*;
 - Valuation report for the site or property which was acquired*;
 - Solicitor's report on the title to the property*;
 - A long-term projection of the revenue implications of the scheme over the period of the finance;
 - All offers of grant (and acceptances thereof)*;
 - Confirmation that all Conditions of Grant are met*;
 - Project brief and procurement route*;
 - Consultants' commission / acceptances*;
 - Statutory permissions*;
 - Signed Building Contract;
 - Contract insurances*;
 - Report on tenders*; and
 - Tenants' satisfaction survey results.

* For Fife Housing Association Alliance projects these are held by the Lead Developer.

27. Orders

- 27.1 Official orders shall be in a form approved by the Director of Finance, Governance and Assets and are to be signed only by colleagues identified in Appendix B, table B.
- 27.2 Official orders shall be issued for all work, goods or services to be supplied to the Group except for supplies of public utility services, for periodical payments such as rent or rates, for petty cash purchases or such other exceptions as the Director of Finance, Governance and Assets may approve.

28. Insurances

- 28.1 The Director of Finance, Governance and Assets shall effect all insurance cover and negotiate all claims for the Group in consultation with other colleagues where necessary.
- 28.2 Colleagues shall give prompt notification to the Director of Finance, Governance and Assets or other nominated colleagues of all new risks, properties, or vehicles, which require to be insured, and of any alterations affecting existing insurance policies.
- 28.3 All colleagues shall notify the Director of Finance, Governance and Assets or other nominated colleagues immediately in writing, of any loss, liability or damage or any event likely to lead to a claim and inform the Police, unless otherwise decided by a responsible colleague.
- 28.4 All appropriate employees of the Group shall be included in a suitable Fidelity Guarantee Insurance Policy.
- 28.5 The Director of Finance, Governance and Assets shall, at least annually, review all insurances for the Group in consultation with Audit and Risk Committee and other colleagues as appropriate, reporting outcomes to the Business Leadership Team which is authorised to place insurance cover, and the Audit and Risk Committee.
- 28.6 Colleagues shall consult the Director of Finance, Governance and Assets or other nominated colleagues and solicitor regarding the term of any indemnity which the Group is requested to give.

29. Inventories

- 29.1 Inventories shall be maintained recording an adequate description of furniture, fittings and equipment, plant and machinery, repairs and maintenance stock and other small items of equipment used during developments and the form in which the inventories shall be kept is to be determined by the Director of Finance, Governance and Assets.
- 29.2 Each nominated colleague shall be responsible to the Director of Finance, Governance and Assets for maintaining an annual check of all items on the inventory, for taking action in relation to surplus or deficiencies and noting on the inventory accordingly.
- 29.3 The Group's stock items shall not be removed other than in the ordinary course of the Group's business, or used other than for the Group's purposes except in accordance with specific directions issued by the colleague responsible for such property.
- 29.4 Significant losses will be reported to the Group Board by the Chief Executive.
- 29.5 Scheme inventories shall be separately identified and recorded.

30. Travel and subsistence

- 30.1 All claims for payment of car allowances, subsistence allowances, travelling and incidental expenses shall be submitted via the Cascade ICT system, duly

certified by colleagues shown in the delegated authorities in Appendix B, to the authorising manager in a form approved by her/him in accordance with the detailed financial procedures of the Group.

- 30.2 Payments to Board members, including Co-opted members of the Association or the Subsidiary, who are entitled to claim travelling or other allowances, will be made by the Chief Executive upon receipt of the prescribed form duly completed. All claims for a financial year are to be submitted within one month of the financial year-end.
- 30.3 The certification within Cascade by the identified colleagues shall be taken to mean that the certifying colleague is satisfied that the journeys were authorised, the expenses properly and necessarily incurred and that the allowances are properly payable by the relevant Group company.
- 30.4 Colleagues' claims submitted more than six months after the expenses were incurred will be paid on receipt of a satisfactory explanation as to the reason for delay and then only with the express approval of the Chief Executive.
- 30.5 Claims made by the Business Leadership Team must be approved by the Chief Executive before payment.
- 30.6 Claims by the Chief Executive must be approved by the Chair; this will be evidenced in hard-copy and then saved to Cascade.

31. Petty cash and postage

- 31.1 The Group petty cash imprest accounts are held for the purpose of making disbursements paying properly authorised expenses and maintaining a cash float. The level of imprest is determined by expenses flow and security considerations.
- 31.2 The colleagues who are approved to authorise petty cash vouchers are specified in the Group's delegated authorities shown in Appendix B.
- 31.3 After completion of a periodic expense analysis, which is approved by the Finance Manager reimbursement is made restoring the imprest back to its original level.
- 31.4 The use of a franking machine shall be restricted to those colleagues approved by the Director of Finance, Governance and Assets. Increases in the machine's float shall be authorised by the Director of Finance, Governance and Assets.

32. Abortive expenditure

- 32.1 The Group will carry out a regular review of its development and other project expenditure to identify those projects that are unlikely to proceed.
- 32.2 Before any abortive costs can be written off the Business Leadership Team must agree that the project is no longer likely to proceed and the Director of Finance, Governance and Assets will then seek the Group Board's approval to write off the abortive expenditure incurred by the Association or Subsidiary.

Appendices:

A Terms of Reference

A1 Fife Housing Association (Parent Board)

A2 Yourplace Ltd (Subsidiary Board)

A3 Audit and Risk Committee

A4 Emergency Committee

A5 Colleague and Governance Committee

A6 Health and Safety Committee

B Board job descriptions

B1 Board Member

B2 Chairperson

B3 Vice Chairperson

C Delegated Authorities

Table A Payment authorities

Table B Ordering authorities

D Group Code of Conduct

E Policy Review Schedule

Fife Housing Association (Parent Board)

Terms of Reference

- Role:**
- The Parent Board is ultimately responsible for the overall control and activity of the Group. This will include determining its strategic direction, ensuring performance of all functions, managing key partnerships, relationships with regulators and the strategic application of available resources. The Board will direct the Group members in accordance with its rules and objectives in pursuance of the commitments made in the Business Plan.
- All Board members share equal responsibility for decision-making and, irrespective of their background, each should act only in the best interests of the Group and not on behalf, or for the benefit of, any other organisation, individual(s) or interest group.
- The Parent Board will ensure that it has the necessary range of skills, knowledge, experience and qualities required to make decision-making effective and accountable.
- The Board may delegate its functions to Committees, and employees of the Group, however, it will retain the ultimate responsibility for all actions taken in the name of either Fife Housing Association or its Subsidiary, Yourplace Ltd.

Responsibilities:

- Business Plan
1. Promote the Group's interests, including fostering good relationships between the Association, its Subsidiary and the communities it works alongside and ensuring that the Group's aims and objectives are understood.
 2. Consult with stakeholders to inform and take views on the vision, mission, behaviours and aims for the Group.
 3. Publish and circulate the commitments from the Business Plan to stakeholders.
 4. Establish and monitor progress against achievement of the Group's Business Plan, establishing a framework for reviewing plans and policies as necessary.
 5. Monitor compliance with the agreed behaviours, and achievement of the commitments of the Group, ensuring that all Group activities undertaken reflect a positive image and are consistent with the Business Plan and Communications Strategy.

- Governance
6. Re-approve annually Standing Orders and Financial Rules, with a major review every three years.
 7. Implement the Group's Membership Policy consistent with the Group's Rules and Constitution.
 8. Review the Group's appointment procedures and ensure they are open, inclusive, transparent and consistent with the Group's Rules and published statements.
 9. Establish and monitor progress against achievement of Board recruitment, succession planning, and Board learning and development and appraisal processes.
 10. Take appropriate advice and appoint consultants / advisors as necessary to ensure a high standard of governance is maintained.
 11. Agree strategies, policies and make decisions on all matters that create significant financial or other risk to the Group or which affect material issues of principle.
- Performance
12. Control the overall operation of the Group in terms of its use of resources, financial viability and achievement of the agreed Business Plan including approval of:
 - the Annual Budget and Business Plans;
 - the Annual Report and Financial Statements;
 - Annual Financial Strategy/Treasury Management Policy;
 - Asset Management and Development Strategies;
 - Equality Scheme and action plan;
 - organisational structures; and
 - a Performance Management Framework
 13. Monitor the Group's performance, in relation to business and operational plans, budget, treasury, implementation of decisions and internal and externally-benchmarked performance indicators.
 14. Ensure it has an effective means of knowing whether the Association and its Subsidiary is being properly managed to fulfil its mission and is in sound financial health.
 15. Consider the acquisition or disposal of any property or land assets of the Group in accordance with delegated authorities.
 16. Consider and approve strategies and new policies and review identified policies and ensure that a system is in place to enable it to monitor progress in implementing those strategies and policies.
 17. Ensure appropriate risk management and internal control systems are in place and regularly reviewed.

- Performance
18. Ensure that all affairs are conducted lawfully and in accordance with generally accepted standards of performance and propriety, and in particular, ensure compliance with all regulatory requirements including, but not exclusively, those of the Scottish Housing Regulator (SHR), the Financial Conduct Authority (FCA) and the Office of the Scottish Charity Regulator (OSCR).
- Business Leadership Team
19. Appoint the Chief Executive.
20. Approve the Chief Executive's targets.
21. Review the Chief Executive's annual appraisal/performance review.
22. Conduct disciplinary matters in respect of Director posts.
- Delegation
23. It is necessary in practice for the Parent Board to delegate some of its work to the Subsidiary Board, committees, to the Chair of the Board, to working or review groups, to the Chief Executive or to other colleagues. In any event, delegation of a function or working groups, does not remove the ultimate responsibility of the Parent Board for decisions taken on its behalf.
24. Establish and oversee a framework of delegation and systems of control, delegating powers to committees, groups and colleagues, ensuring consistency with Standing Orders and Financial Rules.
25. Decisions made and taken at the Parent Board will normally be by negotiation and consent. In exceptional circumstances a vote may be required to be taken. ~~Only elected Board members are eligible to vote, not those who are co-opted.~~ In the event of equality of votes, the Chair shall have a casting vote. Once a matter is determined, individual Board members are expected to commit to the collective decision of the Board.
26. Determine the composition, membership and review terms of reference of the Parent Board, the Subsidiary Board and any committees.
27. Appoint the Chair of the Parent Board annually.
28. Appoint the Chair of the Subsidiary Board annually.
29. Appoint the Vice Chair of the Parent Board annually, if required.
30. Appoint the Chair of Audit and Risk Committee annually.
- Items 27-30 being transacted at the first Board meeting following the Annual General Meeting.
- Quorum & members:**
- The quorum is four members (excluding co-optees). The Parent Board includes up to 15 members, including co-opted members.
- The number of Board members who are paid employees or Board members of other housing providers will be kept under review by the Secretary on reviewing Board appointments.

The Chair of the Board cannot be a co-opted member.

The Vice Chair of the Board cannot be a co-opted member.

The Chief Executive is not a member of the Parent Board but will attend all Board meetings as the Business Leadership Team will be in attendance, unless they are asked for confidentiality purposes to leave. Other officers will attend as required and or agreed.

The Board may offer invitations to advisors with specialist knowledge or expertise to attend relevant meetings.

Chair's Action: The Chair of the Board has delegated authority to deal with any urgent matter, on behalf of the Board, which may arise between ordinary meetings of the Board. The Chair will endeavour to seek members' views as necessary, under the Urgency Procedure, on matters requiring action between meetings and all actions taken under such authority will be reported at the earliest opportunity, but at the latest to the next meeting of the Board.

Frequency: To meet usually every two months, but at least six times a year.
The Chair will endeavour to maintain Board meetings to within two hours but should the scale or nature of the business being transacted at that meeting require a longer meeting then this will be at the Chair's discretion without the need to take any formal action to extend.
The Board can determine at any time to designate a Board Learning and Development event to be a Board meeting, should an urgent decision be required.

Servicing: The Group Board will be serviced by the Director of Finance, Governance and Assets.

Appendix A2

PACT Enterprises Ltd (Subsidiary Board)

Terms of Reference

Role: The Subsidiary Board is responsible for the control and management of Yourplace PACT Enterprises Limited (Yourplace). This will include making proposals to the Parent Board, Fife Housing Association on its strategic direction, ensuring performance of all functions, managing key partnerships, and the management of available resources. The Subsidiary Board will direct Yourplace in accordance with its rules and objectives in pursuance of the commitments made in the Business Plan.

All Board Directors share equal responsibility for decision-making and each should act only in the best interests of Yourplace and not on behalf, or for the benefit of, any other organisation or interest group.

The Parent Board will ensure that Yourplace has the necessary range of skills, knowledge, experience and qualities required to make decision-making effective and accountable.

The Subsidiary Board may delegate its functions to committees, and employees of the Group; however, it will retain responsibility for actions taken in the name of Yourplace Limited.

Responsibilities:

- Business Plan
1. Promote Yourplace's interests, including fostering good relationships between the organisation and the communities it works alongside and ensuring that Yourplace's aims and objectives are understood.
 2. Consult with stakeholders to inform and take views on Yourplace's vision, mission, behaviours and aims.
 3. Publish and circulate the commitments from the Business Plan to any key stakeholders.
 4. Monitor compliance with the agreed behaviours, and achievement of the commitments of Yourplace's.
 5. Establish and monitor progress against achievement of Yourplace's Business Plan, establishing a framework for reviewing plans and policies as necessary.
 6. Ensure that all activities undertaken by Yourplace reflect a positive image and are consistent with its Business Plan and Communications Strategy.

- Governance
7. Apply the Group's approved Standing Orders and Financial Rules.
 8. Implement the Group's approved Membership Policy consistent with the Group's Rules and Constitution.
 9. Accept decisions made through the Parent Board's process of Board Director recruitment, succession planning, Board learning and development and appraisal.
 10. Take appropriate advice and appoint consultants / advisors as necessary.
 11. Consider and make recommendations to the Parent Board on strategies, policies and all matters that create significant financial or other risk to Yourplace or which affect material issues of principle.
- Performance
12. Manage the operation of Yourplace in terms of its use of resources, financial viability and achievement of the agreed Business Plan including recommending to the Parent Board approval of:
 - Annual Budget and Business Plans
 - Annual Report and Financial Statements
 - performance targets and improvement plans
 - organisational structures
 - major contracts with third parties
 13. Monitor Yourplace's performance, in relation to business and operational plans, budget, decisions and internal and externally-benchmarked performance indicators.
 14. Ensure it has an effective means of knowing whether the organisation is being properly managed to fulfil its mission and is in sound financial health.
 15. Consider the acquisition or disposal of any property, leases or land assets of Yourplace and make recommendations to the Parent Board where the amounts exceed approved limits or could give rise to adverse publicity.
 16. Consider and make recommendations to the Parent Board in respect of strategies and new policies, and review identified policies and ensure that a system is in place to enable it to monitor progress in implementing those strategies and policies.
 17. Ensure appropriate risk management and internal control systems are in place in respect of Yourplace and that these are regularly reviewed.

18. Ensure that all affairs are conducted lawfully and in accordance with generally accepted standards of performance and propriety, and in particular, ensure compliance with regulatory requirements.

Delegation

19. It is necessary in practice for the Yourplace Board to delegate some of its work to Committees, to the Chair of the Yourplace Board, or to the Chief Executive or other colleagues. In any event, delegation of a function or working groups, does not remove the responsibility of the Yourplace Board for decisions taken on its behalf.

20. Manage Yourplace’s involvement in the Parent-Board-approved framework of delegation and systems of control, delegating powers to Committees, working groups and employees, ensuring consistency with Standing Orders and Financial Rules.

21. Decisions made and taken at the Yourplace Board will normally be by negotiation and consent. In exceptional circumstances a vote may be required to be taken. Only Board members are eligible to vote. In the event of equality of votes, the Chair shall have a casting vote. Once a matter is determined, individual Board members are expected to be bound by the collective decision of the Board.

Quorum & members:

The quorum is three Board Directors of which one must be a member of the Parent Board.

The Yourplace Board includes up to seven Board Directors including the Chief Executive who is also a member of the Board. The Parent Board is able to appoint up to five Board members onto the Yourplace Board.

Membership of the Board will be determined with due regard to an effective skills mix and will include at least one member who is independent of the Parent Board.

The number of Board members who are paid colleagues or Board members of other housing providers will be kept under review by the Secretary on reviewing Board appointments.

The Chair of the Board cannot be a paid employee member.

The Business Leadership Team will be in attendance at all meetings. Other officers will attend as required and or agreed.

The Board may offer invitations to advisors with specialist knowledge or expertise to attend relevant meetings.

Chair’s Action:

The Chair of the Parent Board has delegated authority to deal with any urgent matter, on behalf of the Yourplace Board, in accordance with the Urgency Procedure, which may arise between ordinary meetings of the Yourplace Board.

The Chair will liaise with the Yourplace Chair and endeavour to seek Yourplace members' – and Parent Board members', if required - views as necessary on matters requiring action between meetings and all actions taken under such authority will be reported to the next meeting of the Boards.

Frequency: To meet usually every two months, but at least four times a year. The Board can determine at any time to designate a Board Learning and Development event to be a Board meeting, should a decision be required.

Servicing: The Yourplace Board will be serviced by the Director of Finance, Governance and Assets.

Appendix A3

**Audit and Risk Committee
Terms of Reference**

Role: The Committee takes responsibility for overseeing the effectiveness of internal controls, value for money reviews, service improvement planning, assurance and risk management, disaster recovery and business continuity, ensuring that there are proper relationships between the Group, its internal systems reviewers, external auditors and regulators.

The Committee ensures that all business activities are appropriately assessed and classified for risk and that risks are effectively managed, in accordance with the agreed Risk Management Strategy.

The Committee may request information or an investigation into any aspect of the Group’s activities.

The Committee is a forum for open discussion between Board members and the Group’s Business Leadership Team and Operational Leadership Team to give more detailed consideration to assurance issues affecting the Group ahead of making recommendations to any of the Boards.

The Parent Board will ensure that the Audit and Risk Committee has the necessary range of skills, knowledge, experience and qualities required to make decision-making effective and accountable.

Responsibilities:

- | | |
|------------------|--|
| Service Delivery | <ol style="list-style-type: none">1. Ensure efficient and effective systems of management and internal control, consistent with the requirements of regulators, and to maintain the highest standards of safety, security, service to customers, performance and probity.2. Ensure the provision of an efficient and effective external audit service, making recommendations to the Parent Board on the appointment, remuneration and scope of work of the external auditors.3. Review any proposals to purchase non-audit services from the appointed external auditor.4. Ensure the provision of an efficient and effective control systems review through internal audit, receive feedback from service-users and make recommendations to the Board on the organisation and resourcing of this service. |
|------------------|--|

- | | |
|------------------|---|
| Service Delivery | <p>5. Approve an annual audit report on the operation of the Group's system of internal controls and assurance for submission to the Group's Board and inclusion within Financial Statements.</p> <p>6. Ensure the provision of an efficient and effective system of determination of, and review of achievement against, improvement plans.</p> |
| Programme | <p>7. Determine a programme of work, ensuring the systematic appraisal of internal controls and with priorities based on risk assessments.</p> <p>8. Approve a three-year plan for internal control reviews, adjusting this during the year where necessary based on changes to risk.</p> <p>9. Liaise with internal control reviewers and external auditors regarding their approach, reporting, timetables, audit adjustments and audit findings.</p> |
| Review | <p>10. Review, and report annually, on the efficiency and effectiveness of the Group's system of internal control.</p> <p>11. Review any proposed changes to the Group's accounting policies, establishing the impact of the change on financial reporting and likely outcomes.</p> <p>12. Review the annual Financial Statements prior to their submission to the Boards and the Annual General Meeting, focusing on:</p> <ul style="list-style-type: none"> ▪ accounting policies ▪ compliance with accounting standards ▪ findings of external auditors, including significant audit adjustments ▪ covenant results and performance indicators ▪ financial position compared to Business Plan <p>13. Review annually the Group's Standing Orders and Financial Rules, making recommendations to the Board as necessary, and overseeing a major review every three years.</p> <p>14. Review annually the Group's Risk Management Strategy, making recommendations to the Board as necessary.</p> <p>15. Review annually the Group's Disaster Recovery and Business Continuity Plan, making recommendations to the Board as necessary.</p> <p>16. Review the evidence available to be able to provide reassurance to the Board that it can issue the Annual Assurance Statement to the Scottish Housing Regulator</p> |

17. Review the Health and Safety Committee performance and strategy, making recommendations to the Board as necessary.
 18. Carryout in-depth review of the Management Accounts to ensure business objectives are met both short and medium term.
 19. Review performance information and strategy, making recommendations to the Board as necessary.
 20. Review of Hybrid working to ensure that the business continues to deliver services in an efficient and effective manner.
 21. Monitor colleague wellbeing and ensure action is taken to improve overall wellbeing.
- Assurance
22. Monitor the management response to agreed control reviews or external body recommendations and the subsequent implementation.
 23. Monitor the implementation of approved recommendations relating to both internal reviews and external audit reports and management letters.
 24. Monitor the effectiveness of internal and external audit services and their relationship with each other.
 25. The representatives of internal and external audit will have free and confidential access to the Convener of the Audit and Risk Committee.
- Assurance
26. Monitor the management response to agreed internal and external audit recommendations and the subsequent implementation.
 27. Monitor performance against the Group's plan for internal control reviews and best value reviews, reporting to the Parent Board on any variances.
 28. Monitor the implementation of the Risk Management Strategy and receive risk mapping results six-monthly.
 29. Monitor annually the implementation of the Disaster Recovery and Business Continuity Plan, including the testing regime, reporting any exceptions to Board.
 30. To initiate reports and investigations as it sees fit, having the right of access to all minutes, books, documents or other information maintained by the Group. The Committee may require employees to supply information, either written or verbal, on any matter.
 31. Scrutinise allegations of fraud and monitor any entries into the fraud register, making recommendations to the Board on any policy / procedure changes required.

- 32. Produce an annual report on fraud within the Group (to be signed by the Audit and Risk Committee Convener).
- 33. Monitor progress against Improvement Plans and assess performance across all teams, reporting to the Board any serious concerns regarding achievements.
- 34. Appraisal process for Board members and ensuring that all Board members are appropriately trained and carrying out their function.

Insurance 35. Review annually the range of insurances held by the Group and premiums achieved, receiving recommendations from the Business Leadership Team as to cover and claims assurance as appropriate.

Quorum & members:

The Parent Board Chair is entitled to attend meetings of this Committee but is not a formal member and does not count for quorum purposes.

The Chair of Audit and Risk Committee is appointed annually by the Parent Board.

Subject to the agreement of the Parent Board, the Committee may co-opt up to two additional members whose particular skills complement the role.

The Group’s Business Leadership Team and other officers may be in attendance at meetings.

Where appropriate, a representative of internal audit and a representative of external audit may also attend Audit and Risk Committee meetings.

The Audit and Risk Committee may ask any or all of those who normally attend but who are not members to withdraw, to facilitate open and frank discussion of particular matters.

The quorum is three Board members, to include at least two who are Parent Board members but excluding the Parent Chair who may be in attendance.

Chair’s Action:

The Chair of the Parent Board has delegated authority to deal with any matter, in accordance with the Urgency Procedure, which may arise between meetings and any action taken under such authority will be reported to the next meeting of the Committee.

Frequency:

To meet at least three times a year – the Parent Board may request that the Committee meets to determine a particular approach to any issue should it arise.

Servicing: The Committee will be serviced by the Director of Finance, Governance and Assets.

Appendix A4

**Emergency Committee
Terms of Reference**

Role: The purpose of this Committee is to take urgent decisions between Board meetings.

This Terms of Reference and delegated authority is designed to clarify the responsibilities of the Emergency Committee, in line with good practice and the Scottish Housing Regulator’s Regulatory Code.

Responsibilities:

Urgent Issues The Urgency Procedure would involve the convening of the Emergency Committee so that a formal decision can be taken. This would be the normal way of coping with major decisions that would be within the spirit of the Business Plan and overall financial parameters but were not anticipated. Such circumstances might be: approval for a new venture or partnership; or for major exceptions to policies or procedures.

Quorum & members: The Emergency Committee will comprise of the Chair, Vice-Chair and two other members of the Board, with at least one Board member with relevant knowledge and experience related to the decision to be made. Quorum is any three Board members.

Chair’s Action: The Convener can, following consultation with the Parent Board Chair and fellow members, co-opt up to two additional persons, who do not have to be Board members, to fulfil an identified skill gap to this committee.

Frequency: To meet as required – meetings can be ‘virtual’ if necessary and expedient, such as telephone, conference call, Skype, email or FaceTime.

Servicing: The Committee will be serviced by the Director of Finance, Governance and Assets.

Appendix A5

Colleague and Governance Committee

Terms of Reference

Role: The Committee has full delegated powers to administer the appeal stage of the Group's Disciplinary Procedure.

The Committee is also a forum for open discussion between Board Directors and the Group's Management to give more detailed consideration to strategic issues affecting the Group's issues of remuneration (Board and Employees), governance, and employee-related and other performance matters ahead of making recommendations to the Parent Board.

The Committee is also constituted to oversee the nature, operation and terms and conditions of the Chief Executive's post.

Responsibilities:

- Strategy**
1. This Committee operates in line with good practice in human resources management, governance and in compliance the Scottish Housing Regulator's Regulatory Code and the Group's adopted Code of Conduct.
 2. To review the requirements for Board renewal to ensure that a strong, experienced and appropriately skilled Board is in place at both the Parent and Subsidiary Board.
 3. To review the remuneration strategy for the Group's Executive where this may differ from the collective terms agreed for employees generally (and referred to in 16. below).
 4. To review and make recommendations to the Parent Board on strategic and policy issues which might create significant remuneration, human resources or governance risk / benefit to the Group, or which raise material issues of principle.
 5. To consider, and where necessary make recommendations to the Parent Board on options for future company structure - operational and corporate - to achieve the Group's strategic objectives.
 6. To consider the content and feedback from the Board learning and development programme, ensuring that it provides the necessary coverage as highlighted from Board assessment and changes in the housing sector.
- Governance**
7. To conduct reviews of capability in respect of employees.

- 8. To conduct disciplinary matters in respect of employees. To approve the recruitment process for Board vacancies and form an interview panel for applicants, making recommendations for appointment to a General Meeting.
- 9. To monitor the implementation of policies and practices that ensure the highest standards of governance in the Group; including the Board Member Policy and Code of Conduct for Board Directors and colleagues (included at appendix C), making recommendations to the Board as appropriate.
- 10. To review and report to the Boards on the actions and achievements of any governance improvement plans.
- 11. To nominate to and conduct disciplinary matters in respect of Board Directors, reporting all such matters to Board.
- 12. To receive reports, where appropriate, from the designated Board Director for 'whistleblowing' and to assist that Board Director in determining the appropriate action.

Organisational Structure

- 13. To review, in consultation with the Executive Directors, the appropriate organisational structures to achieve the Group's strategic objectives and make recommendations to the Boards.
- 14. To oversee the implementation of restructure and related policies, monitoring achievement of plans.

Remuneration

- 16. To consider, and recommend to the Board, terms and conditions, remuneration and collective pay policies for Group employees and review these annually where required, making recommendations to the Board.
- 17. To monitor the overall implementation of the performance appraisal scheme for the Business Leadership Team, confirming the completion of the annual appraisal of the Chief Executive, together with a review of the targets agreed.

Quorum & members:

Membership will be at least three nominated Board members with suitable managerial, governance, strategy, policy and/or human resources experience if appropriate.
Quorum is any three Board Directors.

Chair's Action:

The Convener can, following consultation with the Parent Board Chair, the Director of Operations and fellow members, co-opt up to two additional persons, who do not have to be Board members, to fulfil an identified skill gap to this committee.

Frequency:

To meet as required, but at least once per year.

Servicing:

The Committee will be serviced by the Director of Operations.

**Health and Safety Committee
Terms of Reference**

Role: The Committee is a forum for open discussion between the Group’s Management to give more detailed consideration to strategic issues affecting the Group’s issues of health and safety (all areas, internal and externally-facing), other related performance matters ahead of making recommendations to the Parent Board.

This Terms of Reference and delegated authority is designed to clarify the responsibilities of the Health and Safety Committee, in line with good practice, the Health & Safety at Work Act 1974 and the Scottish Housing Regulator’s Regulatory Code.

Responsibilities:

- | | |
|--------------------------|--|
| Strategy | <ol style="list-style-type: none"> 1. Ensure that the Group complies with its constitution and fulfils the regulatory authorities’ requirements (Scottish Housing Regulator, the Financial Conduct Authority, the Office of the Scottish Charity Regulator and the Information Commissioner’s Office). 2. Ensure that the Group meets its obligations in terms of the law, and agreed conditions of service. 3. To review the Health and Safety Policy for the Group. 4. To review and make recommendations to the Parent Board on strategic health and safety issues which might create significant human resources, reputational, legal or governance risk / benefit to the Group, or which raise material issues of principle. 5. To consider, and where necessary make recommendations to the Parent Board on options for future provision of health and safety support. 6. To consider the content and feedback from health and safety learning and development programmes, ensuring that they provide the necessary coverage as highlighted from activity and incidents in the housing and commercial sectors. |
| Organisational structure | <ol style="list-style-type: none"> 7. To review, in consultation with the Executive Directors and any appointed advisers, the appropriate operational structures to achieve the Group’s strategic objectives in terms of health and safety and make recommendations to the Board. 8. To oversee the implementation the Health and Safety Policies, monitoring achievement of plans. |

- Performance
9. The Committee is remitted to review and make recommendations, and specifically consider the following matters:
 - Health and safety performance;
 - Incident statistics – including breaches of policy and procedure;
 - Audit and inspection reports;
 - Data from other information gathering exercises; and
 - Identifying key risks and ensuring appropriate control measures are in place.
 10. Review all incidents that have occurred, including ‘near miss’, related to the health and safety of tenants, colleagues, Board and the public.
 11. Review all matters concerning the health and safety of the Group, and making appropriate recommendations to the Board as necessary for their continual improvement.
 12. The Committee will receive a programme of review at its first meeting following each Annual General Meeting.
 13. To consider the Key Performance Indicators for health and safety and monitor progress on a regular basis.
 14. The Committee will examine best practice as part of any review.
- Governance
15. To monitor the implementation of policies and practices that ensure the highest standards of health and safety in the Group, making recommendations to the Board as appropriate.
 16. To review and report to the Boards on the actions and achievements of any health and safety improvement plans.
 17. To receive reports, where appropriate, from the designated Board Director for ‘whistleblowing’ that relate to health and safety and to assist that Board Director in determining the appropriate action.
 18. A copy of the approved notes from each Health and Safety Committee will be forwarded to the next available Board for the Board’s information.

Quorum & members:

Membership will be a minimum of six and include all of the Business Leadership Team and the Property Manager. Quorum is any three members. The Convener is the Chief Executive. The Chair of the Parent will also be entitled to attend as a full member of the Committee should they wish. Any of the Group’s professional advisers will be entitled to attend should they feel it to be necessary.

- Chair's Action:** The Convener can, following consultation with the Parent Board Chair and fellow members, co-opt up to two additional persons, who do not have to be Board members or colleagues, to fulfil an identified skill gap to this committee.
- Frequency:** To meet as required, but at least quarterly per year.
- Servicing:** The Committee will be serviced by the Chief Executive.



1. Board Member Job Description

Role:	Board Member
Responsible to:	Chair of the Board
Accountable for:	Fife Housing Group (FHG)
Supported by:	Business Leadership Team

- 1.1. The purpose of the Board member role description is to contribute relevant experience, expertise and insight to ensure the long-term viability and sustainability of FHG, and to promote the objectives, vision, purpose and values through management control, accountability, good conduct and good governance.
- 1.2. The role description sets out the responsibilities that are associated with being a governing body member (GBM) of Fife Housing Group (FHG). It should be read in conjunction with the FHG Standing Orders and Financial Rules (SOFR).
- 1.3. FHG 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).
- 1.4. FHG 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 have developed a profile for the GB which describes the skills, qualities and experience that we consider we need to lead and direct FHG and carry out an annual review of the skills that we have and those that we need to inform our recruitment activities.
- 1.5. This role description applies to all members of the governing body, whether elected or co-opted or appointed, new or experienced. It is subject to a periodic review.

2. Specific Duties and Responsibilities

- 2.1. Uphold FHG's Code of Conduct and promote good governance.
- 2.2. To ensure that FHG operates within and be assured that FHG is compliant with the relevant legal requirements and regulatory frameworks.
- 2.3. To ensure that policies and procedures relating to governance, legal, regulatory requirements and good practice are in place and reviewed on a regular basis.
- 2.4. To set the strategic direction of the organisation and determine its vision, values and objectives.
- 2.5. To support and challenge the Board and the Business Leadership Team to help achieve these objectives.
- 2.6. Responsibility for the operational implementation of FHG's strategies and policies are achieved through the appropriate delegation of authority.
- 2.7. To regularly measure and review the performance of the organisation and make recommendations for improvement where appropriate.
- 2.8. To be informed about and ensure FHG's plans take account of the views of tenants and other customers.
- 2.9. To ensure the organisation runs effectively, maximises the impact of its resources and provides Value for Money in its service delivery.
- 2.10. To exercise sound financial management and maintain financial viability by approving the business plan, accounts, budgets, liquidity and borrowing facilities whilst meeting the organisation's vision, values and objectives.
- 2.11. To promote openness, accountability and transparency in the organisation's dealings with all its stakeholders.
- 2.12. To contribute to and implement the risk management frameworks and ensure risks within the Group are identified and managed.
- 2.13. To attend on a regular basis, Board and Committee meetings and contribute effectively to them, to ensure that, as a group, the Board has the capacity and commitment to achieve the strategic aims of the organisation; and

- 2.14. To attend conferences, training sessions, seminars, meetings and other events where they are in the interests of the organisation and to act as an ambassador for Fife Housing Group.

3. Key Expectations

- 3.1. FHG has agreed a Code of Conduct for Governing Body Members which every member is required to sign on an annual basis and uphold throughout their membership of the governing body.
- 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 FHG. All members are equally responsible in law for the decisions made.
- 3.3. Each member must always act only in the best interests of FHG 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.



Chairperson Job Description

Role:	Chairperson
Responsible to:	Board of Management
Accountable for:	Fife Housing Group (FHG)
Supported by:	Business Leadership Team

1. Introduction

- 1.1 This role description sets out the particular duties and responsibilities that attach to the Chair of FHG and to the Chairs of FHG'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 FHG's Rules Standing Orders, Code of Conduct and Entitlements, Payments and Benefits Policy.
- 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.
- 1.3 As set out in the Standing Orders, the Chair of FHG may not also serve as the Chair of a sub-committee and each sub-committee must elect a different Chair.
- 1.4 An overview of the Role of the Chair is outlined in Rule [59.6] of FHG's Rules.
- 1.5 The Chair will be elected by the governing body each year at the first governing body meeting following the AGM. Whilst the Chair of FHG can be re-elected, in accordance with Rule [59.11] of FHG'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.
- 1.6 In the spirit of FHG's rules, if an individual has served five years as Chair, they should not be subsequently re-elected as Chair at any point.

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 between the Chair and [Senior Officer} and senior staff;
- To uphold FHG's Code of Conduct and promote good governance;
- Ensure decision making complies with Standing Orders and Scheme of Delegation;
- To be a positive and effective ambassador for FHG;
- To ensure that FHG's business is conducted effectively between meetings and that emergency decisions are taken appropriately when required; and
- To be accountable for the actions of the Chair.

3. Leadership and Direction

3.1 The Chair is expected to:

- Lead by positive action and example;
- Represent FHG 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 FHG's governing body;
- Ensure that the necessary arrangements are in place to enable FHG 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 FHG'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; and
- 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 FHG'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 FHG's agreed recruitment practices;
- Carry out, with at least one other governing body member, the Director's annual appraisal (including setting objectives, overseeing performance and requiring professional development) and report to the governing body;
- Ensure that appropriate arrangements are in place and implemented effectively for the support and remuneration of the Director; and
- 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 FHG'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;
- Build and sustain constructive relationships with other office bearers, members of the governing body and senior colleagues;
- Initiate any investigation under the terms of FHG's Code of Conduct;
- Chair all general meetings of FHG in accordance with the Rules;
- Chair all governing body meetings of FHG, 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;
- Ensure that effective induction and ongoing training and support are provided to all governing body members and that annual performance reviews are conducted in accordance with FHG's policy ;
- Manage meetings inclusively and 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; and
- Ensure that all delegated authorities are monitored and reporting arrangements are implemented effectively.

6. Conduct of FHG's Business

6.1 The Chair is expected to:

- Ensure that FHG's business is efficiently and accountably conducted between governing body meetings;
- Sign (or otherwise authorise) payment instructions and documents requiring the governing body or the Chair's authorisation, in accordance with FHG'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 range of skills, knowledge and experience required to lead FHG effectively is available to the governing body and that the governing body is able to access specialist support when necessary; and

- Lead the governing body's succession planning and recruitment to ensure good governance and regulatory compliance.

7. **Monitoring and Review**

- 7.1 This role description was approved by the governing body on 16 August 2021. It will be reviewed not later than August 2023.



Vice Chairperson Job Description

Role:	Vice Chairperson
Responsible to:	Chair of the Board
Accountable for:	Fife Housing Group (FHG)
Supported by:	Business Leadership Team

1. Introduction

1.1 This role description sets out the particular duties and responsibilities that attach to the Vice Chair of FHG. 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 FHG;
- FHG's Rules; and
- FHG's Standing Orders.

1.2 In the event that the Chair of FHG 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 [59.11] of FHG'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 FHG. Therefore, this role description must be read in conjunction with the Role Description for the Chair of FHG;
- 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 16 August 2021. It will be reviewed not later than August 2023.

Delegated Authorities

The following tables, 'Table A' and 'Table B' set out the Scheme of Delegated Authorities for Fife Housing Group. It outlines the roles and responsibilities of colleagues, the Board and Committees of Fife Housing Association Limited and the Board of PACT Enterprises Limited and describes the associated permissions and responsibility related to disbursing the Group's financial business, specifying the limits and ranges of delegation given within the organisation.

Table A details the permissions granted and financial limits on authorising certain payments.

Table B details the authorities for Group placing of orders and other such commitments that must be applied.

Delegated authorities for payments and key documents

A	Post Title	Execute document	Sole cheque limit / cheque signatory		Authorise orders	Authorise invoices/	Authorise payroll documents	Authorise petty cash vouchers	Payroll and payment run (BACS/FP/ CHAPS)	Payroll and payment run (incl. online banking)	Bad debts / write-offs	Sign Tenancy Agreement	Authorise repossession	
	Financial Rules reference	16	FHA 23	Yourplace 23	26	23	23	23	23	23	23	24	17	
Authorisation Limits:														
	FHA Chair <small>(FHA items only)</small>	Yes	£1,000	Nil	See Table B – authority level determined by expense item	Nil	Nil	Nil	Nil	Nil	No	No	No	
	FHA Vice-Chair <small>(FHA items only)</small>	Yes	£1,000	Nil		Nil	Nil	Nil	Nil	Nil	Nil	No	No	No
	Company Secretary <small>(FHA and PACT)</small>	Yes	£1,000	£1,000		Nil	£250,000	Nil	Nil	Nil	Nil	Yes	Yes	Yes
	Audit and Risk Committee Convener	Yes	Nil	Nil		Nil	Nil	Nil	Nil	Nil	Nil	No	No	No
	Yourplace Director <small>(PACT items only)</small>	Yes	Nil	£1,000		Nil	Nil	Nil	Nil	Nil	Nil	No	No	No
	Chief Executive	Yes	£1,000	£1,000		Unlimited	£250,000	£500	£10,000	£10,000	£10,000	Yes	Yes	Yes
	Director of Finance, Governance and Assets	Yes	£1,000	£1,000		£250,000	£250,000	£500	£10,000	£10,000	£5,000	Yes	Yes	Yes
	Director of Operations	Yes	£1,000	£1,000		£250,000	£250,000	£100	£10,000	£10,000	Nil	Yes	Yes	Yes
	Director of Housing	Yes	£1,000	£1,000		£250,000	£250,000	£100	£10,000	£10,000	Nil	Yes	Yes	Yes
	Finance Manager	Yes	£1,000	Nil		£10,000	Nil	£100	Second signatory	Second signatory	£100	No	No	No
	Operations Manager <small>[Property]</small> / Asset Manager	Yes	Nil	Nil		£10,000	Nil	£100	Nil	Nil	Nil	No	No	No
	Operations Manager <small>[Business]</small>	Yes	Nil	Nil		£10,000	Nil	£100	Nil	Nil	Nil	Yes	Yes	Yes
	Housing Manager	Yes	£1,000	£1,000		£10,000	Nil	£100	Nil	Nil	Nil	Yes	Yes	Yes
	Communications and Engagement Manager	Yes	Nil	Nil		£10,000	Nil	£100	Nil	Nil	Nil	Yes	Yes	Yes
	Communications and Engagement Assistant													
	ICT Project Manager	Yes	Nil	Nil		£10,000	Nil	£100	Nil	Nil	Nil	Nil	Nil	Nil
	Human Resources Manager	Yes- No	Nil	Nil		£10,000	£1,000	£100	Nil	Nil	Nil	Nil	Nil	Nil
	Housing / Debt / Engagement Officers	No	Nil	Nil		Nil	Nil	Nil	Nil	Nil	Nil	Yes	Yes	No
	Property / Maintenance / Contract Officers	No	Nil	Nil		£10,000	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
	Operations Advisers	No	Nil	Nil		£5,000	Nil	£100	Nil	Nil	Nil	Yes	Yes	No
	Chief Executive and Governance Assistant	No	Nil	Nil	£1,000	Nil	£100	Nil	Nil	Nil	Nil	Nil	Nil	

Delegated authorities for authorising orders and making commitments

B	Post Title	BoM	BLT				OLT								Officers			
			CE	FG	H	DoO	OM [Property]	AM	OM [Business]	HM	HRM	FM	ICTPM	CEM	MO/C O/ PO/ CoW	HO/FO /EO/Fin	HRA/CE G	CO
	Rental income (all types)	Unlimited	£20,000	£20,000	£20,000	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
	Asset disposals:																	
	Vacant possession sales	Unlimited	£20,000	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
	Shared Equity	Unlimited	Unlimited	Unlimited	Unlimited	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
	Land	Unlimited	£20,000	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
	Sundry income:																	
	Factoring charges	Unlimited	Unlimited	Unlimited	Nil	Nil	Nil	Nil	Nil	Nil	£2,000	Nil	Nil	Nil	£2,000 _{FO}	Nil	Nil	Nil
	Rechargeable repairs	Unlimited	Unlimited	Unlimited	Unlimited	£10,000	Nil	£5,000	Nil	Nil	Nil	Nil	Nil	£500	£500	Nil	Nil	Nil
	Agency services / partnering	Unlimited	£10,000	£10,000	£10,000	£10,000	Nil	Nil	£5,000	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
	Sundries	Unlimited	£20,000	£20,000	£20,000	£20,000	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
	Capital - property: Note 1: all items in excess of £100,000 will require Board budget or project approval prior to the ordering or commitment being made																	
Income	Land acquisition ¹	Unlimited	£250,000	£250,000	£250,000	Nil	Nil	£50,000	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
	Purchase of property ¹	Unlimited	£1million	£1million	£1million	£1million	£100,000	£100,000	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
	Consultant / professional fees ¹	Unlimited	£250,000	£250,000	£250,000	£250,000	£50,000	£50,000	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
	Works costs ¹	Unlimited	Unlimited	Unlimited	Unlimited	Unlimited	£250,000	£250,000	£5,000	Nil	Nil	Nil	Nil	Nil	£5,000	Nil	Nil	Nil
	Placing repair orders	Nil	Nil	Nil	Nil	£250,000	£250,000	£5,000	£5,000	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	£5,000
	Development scheme adds / overrun	Unlimited	£100,000	£100,000	£100,000	Nil	Nil	£25,000	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
	Marketing	Unlimited	£100,000	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	£10,000	Nil	Nil	Nil	Nil
	Medical adaptations	Unlimited	£100,000	Nil	£100,000	£100,000	£25,000	£25,000	£25,000	Nil	Nil	Nil	Nil	Nil	£5,000	Nil	Nil	Nil
	Capital - non-property:																	
		Office premises ¹	Unlimited	£1million	£1million	Nil	£30,000	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
	Office improvements	Unlimited	£100,000	£100,000	Nil	£30,000	Nil	£10,000	£2,500	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
	Information technology	Unlimited	£100,000	£100,000	Nil	Nil	Nil	Nil	Nil	Nil	Nil	£10,000	Nil	Nil	Nil	Nil	Nil	Nil
	Vehicles - commercial	Unlimited	£100,000	£100,000	Nil	£100,000	Nil	£5,000	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil

B

Post Title	BoM	BLT				OLT								Officers				
		CE	FG	H	DoO	OM [Property]	AM	OM [Business]	HM	HRM	FM	ICTPM	CEM	MO/C O/ PO/ CoW	HO/FO /EO/Fin	HRA/CE G	CO	BSA
Cont'd...	Property management (capital, non-capital):																	
Responsive / void maintenance costs	Unlimited	£50,000	£50,000	Nil	£50,000	£25,000	Nil	£5,000	Nil	Nil	Nil	Nil	Nil	£5,000	Nil	Nil	Nil	Nil
Planned / cyclical / MCR costs	Unlimited	£400,000	£250,000	£400,000	£250,000	£25,000	£25,000	Nil	Nil	Nil	Nil	Nil	Nil	£5,000	Nil	Nil	Nil	Nil
Asset/maintenance consultancy fees	Unlimited	£100,000	£50,000	£100,000	£100,000	£50,000	£50,000	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
Utility / services costs	Unlimited	£50,000	£50,000	Nil	£50,000	£10,000	£10,000	£10,000	Nil	Nil	Nil	Nil	Nil	£5,000	Nil	Nil	Nil	Nil
Factoring – property costs	Unlimited	£100,000	£50,000	£100,000	Nil	Nil	Nil	Nil	Nil	Nil	£5,000	Nil	Nil	Nil	£2,000 _{FO}	Nil	Nil	Nil
Décor vouchers – supplier ordering	Unlimited	£10,000	Nil	Nil	£10,000	Nil	Nil	£5,000	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
Décor vouchers – award of	Unlimited	£5,000	Nil	£5,000	£5,000	£1,000	£1,000	£1,000	£500	Nil	Nil	Nil	£500	Nil	£100 _{EO}	Nil	Nil	Nil
Housing management:																		
Rent refunds / rent account adjust	Unlimited	£15,000	£10,000	£10,000	Nil	Nil	Nil	Nil	£5,000	Nil	Nil	Nil	£5,000	Nil	Nil	Nil	Nil	Nil
Compensation	Unlimited	£10,000	£10,000	£10,000	£1,000	£1,000	£1,000	Nil	£1,000	Nil	Nil	Nil	£1,000	Nil	Nil	Nil	Nil	Nil
Tenant engagement and participation	Unlimited	£25,000	Nil	£10,000	Nil	Nil	Nil	Nil	£3,000	Nil	Nil	Nil	£3,000	Nil	£500 _{EO}	Nil	Nil	Nil
Community improvement funds	Unlimited	£25,000	Nil	£10,000	Nil	Nil	Nil	Nil	£2,000	Nil	Nil	Nil	£2,000	Nil	£2,000 _{HO}	Nil	Nil	Nil
Communication and media	Unlimited	£25,000	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	£10,000	£10,000	Nil	Nil	£1,000	Nil	Nil
Colleague costs:																		
Establishment changes (incl. grade)	Unlimited	£100,000	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
Appoint temporary colleagues	Unlimited	£100,000	Nil	Nil	£50,000	Nil	Nil	Nil	Nil	£50,000	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
Salary and benefits review	Unlimited	£25,000	Nil	Nil	£25,000	Nil	Nil	Nil	Nil	£25,000	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
Learning and development costs	Unlimited	£25,000	£25,000	Nil	£25,000	Nil	Nil	Nil	Nil	£25,000	Nil	Nil	Nil	Nil	Nil	£5,000	Nil	Nil
Overtime authorisation [per month]	Unlimited	£10,000	£10,000	£10,000	£10,000	£10,000	£10,000	£10,000	£10,000	£10,000	£10,000	Nil	Nil	Nil	Nil	Nil	Nil	Nil
Mileage and expenses (excl CEO)	Unlimited	£10,000	£10,000	£10,000	£10,000	£10,000	£10,000	£10,000	£10,000	£10,000	£10,000	Nil	Nil	Nil	Nil	Nil	Nil	Nil
CEO mileage / expenses	Chair/Vice	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
PAYE payments to HMRC	Unlimited	£100,000	£100,000	£100,000	£100,000	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
CEO salary/benefits review report	Unlimited	Nil	Nil	Nil	£2,000	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
Governance costs:																		

B

Post Title	BoM	BLT				OLT								Officers				
		CE	FG	H	DoO	OM [Property]	AM	OM [Business]	HM	HRM	FM	ICTPM	CEM	MO/C O/ PO/ CoW	HO/FO /EO/Fin	HRA/CE G	CO	BSA
Learning and development	Unlimited	£12,000	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	£1,000	Nil	Nil
BoM mileage and expenses	Unlimited	£10,000	£10,000	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	£5,000 CEG	Nil	Nil
BoM away-day costs [CEG]	Unlimited	£10,000	£10,000	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	£5,000	Nil	Nil
BoM loss-of-earnings [CEG]	Unlimited	£5,000	£5,000	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	£2,000	Nil	Nil
BoM other meeting costs [CEG]	Unlimited	£5,000	£5,000	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	£5,000	Nil	Nil
Overheads and administration:																		
Utility supplies, rents, rates, services	Unlimited	£200,000	£100,000	Nil	£100,000	Nil	Nil	£20,000	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
Printing and postage	Unlimited	£25,000	£25,000	Nil	£25,000	Nil	Nil	£10,000	Nil	Nil	Nil	Nil	£10,000	Nil	Nil	£3,000	Nil	Nil
Stationery and office consumables	Unlimited	£25,000	£25,000	Nil	£25,000	Nil	Nil	£10,000	Nil	Nil	Nil	Nil	Nil	Nil	Nil	£1,000	Nil	Nil
Information systems consumables	Unlimited	£100,000	£100,000	Nil	£10,000	Nil	Nil	£10,000	Nil	Nil	Nil	£10,000	Nil	Nil	Nil	Nil	Nil	Nil
Insurances	Audit & Risk review	£500,000	£500,000	Nil	Nil	Nil	Nil	Nil	Nil	Nil	£10,000	Nil	Nil	Nil	Nil	Nil	Nil	Nil
Legal fees (and similar professional)	Unlimited	£100,000	£100,000	£10,000	£10,000	£10,000	£10,000	£5,000	£5,000	£5,000	£5,000	£5,000	£5,000	Nil	Nil	Nil	Nil	Nil
Publications and membership fees	Unlimited	£25,000	£10,000	Nil	£10,000	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	£3,000	Nil	Nil
Compensation	Unlimited	£10,000	£10,000	£10,000	£10,000	£1,000	£1,000	£1,000	£1,000	£1,000	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
Audit fee (Audit Committee)	Unlimited	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
Write-offs	Unlimited	£10,000	£5,000	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
Virement limits	Unlimited	£100,000	£100,000	£10,000	£10,000	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
Treasury financing and bank: Note 2: all items in excess of £100,000 will require Board budget or project approval prior to the ordering or commitment being made																		
Loan interest	Unlimited	£300,000	£300,000	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
Approve SWAP transaction	Yes	No	No	No	No	No	No	No	No	No	No	Nil	Nil	No	No	No	No	Nil
Authorised to draw loan	Yes	Yes	Yes	No	No	No	No	No	No	No	No	Nil	Nil	No	No	No	No	Nil
Bank fees and charges ²	Unlimited	£250,000	£250,000	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
Treasury advisers to the BoM	Yes	No	No	No	No	No	No	No	No	No	No	Nil	Nil	No	No	No	No	Nil
Authorise 'Faster' payment	Yes	Yes	Yes	Yes	Yes	No	No	No	No	No	Second signatory	Nil	No	No	Second signatory Fin	No	No	Nil
Authorise BACS payment	Yes	Yes	Yes	Yes	Yes	No	No	No	No	No	Second signatory	Nil	No	No	Second signatory Fin	No	No	Nil
Authorise online banking payment	No	No	Yes	Yes	Yes	No	No	No	No	No	Second signatory	Nil	No	No	Second signatory Fin	No	No	Nil

B Post Title	BoM	BLT				OLT								Officers				
		CE	FG	H	DoO	OM [Property]	AM	OM [Business]	HM	HRM	FM	ICTPM	CEM	MO/C O/ PO/ CoW	HO/FO /EO/Fin	HRA/CE G	CO	BSA
Authorise trf between FHG bank a/cs	No	No	Yes	Yes	Yes	No	No	No	No	No	Second signatory	No	No	No	Second signatory Fin	No	No	No
Credit card holders and limit [Note: Procurement Policy applies to all expenditure]	No	£15,000 global limit across four cards				No	No	No	No	No	No	No	No	No	No	No	No	No
Yourplace items (under FHA to PACT loan): Note 3: all items in excess of £50,000 will require Board budget or project approval prior to the ordering or commitment being made																		
Purchase of property ³	Unlimited	£500,000	£500,000	£500,000	Nil	£100,000	£100,000	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
Consultant fees	Unlimited	£5,000	£5,000	£5,000	£5,000	£1,000	£1,000	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
Works costs	Unlimited	£50,000	£10,000	£10,000	£50,000	£10,000	£10,000	£5,000	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
Authority to transfer funds to Yourplace	Yes	Yes	Yes	Yes	No	No	No	Nil	No	No	Yes	Nil	No	No	No	No	No	No
Authorise repayment of loan Yourplace	Yes	Yes	Yes	Yes	No	No	No	No	No	No	Yes	Nil	No	No	No	No	No	No

The authorities shown in each column of the Authorities Schedule is described in detail in the main part of the Financial Rules. It is the responsibility of each officer exercising this authority to make sure they understand exactly what has been delegated to them. It is assumed that the authorities shown above apply when being exercised strictly in accordance with approved policies, procedures and budget and business plans.

Key to posts

BoM Board of Management

BLT Business Leadership Team

CE Chief Executive

FG Director of Finance, Governance and Assets

OD Chief Executive

H Chief Executive

OLT Operational Leadership Team

OM [Property] Operations Manager

OM [Business] Operations Manager

HM Housing Manager

CEA Communications and Engagement Assistant

AM Asset Manager

CEG Chief Executive and Governance Assistant

CO **Contracts Officer**

CMM Communications and Engagement Manager

HO Housing Officer

FO Factoring Officer

PO Property Officer

EO Engagement Officer

MO/CoW Maintenance Officer or Clerk-of-Works

BSA Operations Adviser

HRM Human Resources Manager

Fin Management Accountant/Senior Finance Officer

ICTPM ICT Project Manager

FM

Finance Manager

Group Code of Conduct

Preamble

This code of conduct was initially prepared for members of the National Housing Federation (NHF). It required that Federation members adopt and ensure compliance with a code of conduct for Board members, colleagues and involved residents to uphold the highest standards of probity and conduct. The Board of Fife Housing Association, although not a member of the NHF, and following endorsement of the NHF code by the Scottish Housing Regulator, has approved the adoption of this code for the Group, comprising Fife Housing Association and its Subsidiary, PACT Enterprises Ltd.

The main terms used in this code are defined at Part 2: Terminology, which forms part of the guidance on interpretation.

Attention is drawn in particular to the definition given of 'involved resident'. Some residents may have only a very limited and occasional involvement. For the purposes of this Code 'involved resident' will include all residents who are members of the Resident Scrutiny Group.

Contents

Introduction

A General responsibilities

B Conflicts of interest

C Bribery, gifts and hospitality

D Funds and resources

E Confidentiality

F Respect for others

G Relationship between Board members, colleagues and involved residents

H Relationship with residents and other service users

I Health, safety and security

J Conduct at meetings

K Representing the Group

L Learning and development

M Reporting concerns

Introduction

This model code defines the conduct required of all individuals directly involved in delivering the Group's business activities. Except where otherwise indicated, the code applies equally to Board members, colleagues and involved residents.

It provides guidance on how to ensure that your actions and behaviour are consistent with the Group's values and the high standards of conduct required maintaining confidence in the Group and its work.

You must familiarise yourself with the contents of the code and act in accordance with its principles and provisions at all times. Failure to comply with the code may be an employment or governance disciplinary matter.

If Board members or involved residents have any doubts or questions regarding the application of the code, or in relation to a specific issue, they should seek advice and guidance from the company secretary. Colleagues should seek advice and guidance from their line manager or the company secretary if they prefer.

For the avoidance of doubt, where the narrative refers to 'Group' this includes both Fife Housing Association Limited and Yourplace Limited.

The main principles of the Code

- A. General responsibilities: You must fulfil your duties and obligations responsibly, acting at all times in good faith and in the best interests of the Group, its residents and other service users.
- B. Conflicts of interests: You must take all reasonable steps to ensure that no undeclared conflict arises, or could reasonably be perceived to arise, between your duties and your personal interests, financial or otherwise.
- C. Bribery, gifts and hospitality: You must not offer, seek or accept bribes or inducements to act improperly or corruptly. You must not seek or accept gifts, hospitality or other benefits from individuals or organisations that might reasonably be seen to compromise your judgement or integrity or place you under an obligation to those individuals or organisations.
- D. Funds and resources: You must not misuse the Group's funds or resources.
- E. Confidentiality: You must handle information in accordance with the law and the Group's policies and procedures.
- F. Respect for others: You must treat others with respect at all times.
- G. Relationship between Board members, colleagues and involved residents: Board members, colleagues and involved residents must maintain a constructive, professional relationship based on a sound understanding of their respective roles.
- H. Relationship with residents and other service users: You must maintain high standards of professionalism, fairness and courtesy in all your dealings with residents and other service users.
- I. Health, safety and security: Your conduct must not endanger the health, safety or security of yourself or others.
- J. Conduct at meetings: Your conduct at Board and other meetings must meet a high standard of integrity, commitment and courtesy.

- K. Representing the Group: In representing the Group at external events and in dealings with outside bodies, you must uphold and promote the Group's values, objectives and policies.
- L. Learning and development: In partnership with the Group, you must take responsibility for your own learning and development, regularly updating and refreshing your skills and knowledge.
- M. Reporting concerns: You must report any reasonable and honest suspicions you may have about possible wrongdoing.

A. General responsibilities

Main principle

You must fulfil your duties and obligations responsibly, acting at all times in good faith and in the best interests of the Group, its residents and other service users.

Provisions

A1 You must comply with the law, your terms of appointment and the Group's policies and procedures relating to your role.

A2 You must not conduct yourself in a manner which could reasonably be regarded as bringing the Group into disrepute. This includes membership of, or participation in, activities organised by groups or organisations whose values are inconsistent with the Group's (for instance, racist organisations) which could create reasonable doubt in your ability to comply with the Group's values and this code.

A3 You must not bring the Group's name into disrepute or affect its integrity by your actions or words, either within the organisation or outside. This includes the use of, or entries on, social networking sites (such as Facebook, Twitter, YouTube and others). This includes making derogatory comments about the Group, its residents or other service users, partners or services, either in person or in writing or via any web-based media such as a personal blog or other site. This also applies if you do not name the Group but where its identity can reasonably be inferred, or where you use a pseudonym but your identity can reasonably be inferred.

If you have a genuine concern about possible wrongdoing, you must report it to the appropriate senior person within the organisation (see section M below).

A4 You must not act in a way that unjustifiably favours or discriminates against particular individuals, groups or interests.

A5 You must respect the appropriate channels for handling tenancy and service provision issues. You must not act outside the Group's established procedures in any matter concerning any resident or other service user.

A6 You must not misuse your position, for example, by using information acquired in the course of your duties for your private interests or those of others.

A7 You must respect the principle of collective decision-making and corporate responsibility. This means that once, the Board has made a decision, you must support that decision.

A8 You must not engage in any political or campaigning activity that might compromise the position of the Group. Board members or involved residents intending to stand for political office must discuss the matter with the chair; colleagues with their line manager.

Board members

A9 If you take up new employment or appointments during your term of office on the Board, you must make any necessary declaration of interest. Any such work or position must not interfere with your role as a Board member.

Colleague members

A10 You must consult your manager before taking on any outside work or any position, paid or unpaid. Any such work or position must not interfere with your existing job or conflict with the interests of your job or the Group.

B. Conflicts of interests

Main principle

You must take all reasonable steps to ensure that no undeclared conflict arises, or could reasonably be perceived to arise, between your duties and your personal interests, financial or otherwise.

Provisions

B1 You must comply with the Group's policies and procedures for declaring, recording and handling conflicts of interest. Amongst other things, these require you to declare any private interests which may, or may be perceived to, conflict with the duties of your role.

B2 You must ensure that your entry in the Group's register of interests is complete, accurate and up-to-date.

B3 You must comply with the Group's policies and procedures relating to the application for employment or housing from colleagues, Board members, involved residents or others to whom they are related or closely connected.¹

B4 You must not be involved in the appointment of colleagues where you are related, or are closely connected, to an applicant. You must declare any such relationship to the appropriate person. You must not be involved in decisions relating to discipline, promotion, pay or benefits for any colleague to whom you are related or closely connected.

B5 You must not be involved in the appointment of a contractor or supplier where you are related, or closely connected, to an organisation or individual applying or tendering for a contract. You must declare any such relationship to the appropriate person. You must not be involved in establishing the terms of a contract, or its ongoing monitoring and management, where you are related, or closely connected, to the contractor or supplier.

¹ The-Group's policies and procedures are designed to ensure, and to demonstrate, that no preferential consideration is given to any such application.

B6 Except where specifically permitted, you must normally avoid using the Group's contractors and suppliers for private purposes. Where this is unavoidable, you must not receive a favourable service as a result of your connection with the Group. Prior approval must be sought before using the supplier or contractor and a written declaration made confirming that no financial or other advantage has been secured as a result of the relationship with the Group.

B7 You must not use, or attempt to use, your position to promote your personal interests or those of any connected person, business or other organisation.

C. Bribery, gifts and hospitality

Main principle

You must not offer, seek or accept bribes or inducements to act improperly or corruptly. You must not seek or accept gifts, hospitality or other benefits from individuals or organisations that might reasonably be seen to compromise your judgement or integrity or place you under an obligation to those individuals or organisations.

Provisions

C1 You must comply with the law and the Group's policies and procedures in relation to:

- (1) bribery and corruption; and
- (2) The giving, receipt, approval and recording of gifts and hospitality.

C2 You must not canvass or seek gifts or hospitality or other benefits.

C3 If you are offered gifts or hospitality, they should either be declined, or prior approval sought for their acceptance. The only exceptions are gifts of token value or modest hospitality given in connection with normal work meetings. The Group's policies give further guidance.

D. Funds and resources

Main principle

You must not misuse the Group's funds or resources.

Provisions

D1 You must comply with the-Group's policies and procedures regarding the use of its funds and resources. 'Resources' includes colleagues, information, telephone, computer and other IT facilities, equipment, stationery and transport.

D2 You must ensure that the organisational funds and resources entrusted to you are used efficiently, economically and effectively.

D3 You must comply with the Group's policies and procedures regarding procurement, ensuring value for money and fairness in decision-making.

D4 You must take reasonable measures to protect the Group's funds, resources, property and assets from theft, damage and misuse.

D5 You must comply with the Group's policies and procedures relating to the acceptable or unacceptable use of email, intranet and internet services. Amongst other things, these policies and procedures prohibit access to pornographic or racist material, and the use of unauthorised or unlicensed software.

D6 You must claim reimbursement only for expenditure that was properly and reasonably incurred in carrying out the Group's business. You must ensure that any expenses claim you make is accurate and complies with the Group's policies and procedures.

E. Confidentiality

Main principle

You must handle information in accordance with the law and the Group's policies and procedures.

Provisions

E1 You must comply with the provisions of the Data Protection Act 2018 which governs the protection of personal data. All personal data held about residents and other service users, employees and others, whether on paper or electronically is subject to the provisions of the Act. The Group's policies and procedures give further guidance.

E2 You must not disclose without authority any confidential business information. This duty continues to apply after you have left the Group or relinquished your position.

E3 You must not, without permission, pass or distribute to the press or media or any other external recipient(s) information or materials relating to the Group.

E4 In your capacity as a Board or colleague member or involved resident, you must not, without prior authority:

- (1) appear to represent the views or position of the Group;
- (2) write letters to the press or other recipient(s);
- (3) write media articles, blog posts or tweets etc., about the Group and its activities;
- (4) Make comments or statements to the media – if approached you must pass the enquiry to the appropriate person.

E5 You must not prevent another person from gaining access to information to which they are entitled by law.

F. Respect for others

Main principle

You must treat others with respect at all times.

Provisions

F1 You must comply with the law and with the Group's policies and procedures relating to equality and diversity. Equality laws prohibit discrimination on grounds including age, disability, gender reassignment, marriage and civil partnership, pregnancy and maternity,

race, religion or belief, sex and sexual orientation and impose positive duties to eliminate unlawful discrimination and promote equality. The Group's policies give further guidance.

F2 You must not harass, bully or attempt to intimidate any person. The Group's policies give further guidance.

F3 You must not display materials in the workplace which other people might reasonably find offensive or use language which Board or work colleagues or customers might reasonably find offensive.

G. Relationship between Board members, colleagues and involved residents

Main principle

Board members, colleagues and involved residents must maintain a constructive, professional relationship based on a sound understanding of their respective roles.

Provisions

Board members

G1 You have a duty of loyalty and support towards the Group and this must be reflected in a constructive, professional relationship with its colleagues.

G2 You must not go beyond your role as a Board member and become inappropriately involved in operational matters.

G3 In your dealings with colleagues, formally and informally, you must set an example by demonstrating the highest standards of integrity and ethics and your alignment with the values, policies and objectives of the Group.

Board members and involved residents

G4 Where it is necessary to raise issues of poor colleagues performance at a formal meeting, these must be raised in a constructive way, aimed at getting things right in future, and not at criticising individuals. Any concerns about the performance of individuals must be discussed in confidence with the Chair of the Board, committee or panel, or with the Chief Executive.

G5 You must not appear to undermine the authority of a senior officer in his or her dealings with a more junior colleague.

G6 You must avoid inappropriate personal familiarity with colleagues.

G7 You must not ask or encourage a colleague to act in any way which would conflict with compliance with this code or the Group's policies and procedures.

Involved residents

G8 You must not seek to instruct or direct a colleague or contractor. The relevant manager or colleague must convey all instructions.

Colleague members

G9 If your work brings you into contact with the Board, a committee or a residents'/service users' committee or panel, you must:

- (1) take direction from the Board, or in accordance with any delegated authority of a committee or panel;
- (2) respond constructively to questioning or challenge;
- (3) Respond willingly to requests for information.

G10 You must avoid inappropriate personal familiarity with Board members and involved residents.

G11 You must not use informal channels to lobby or influence Board members or involved residents on matters of the Group's business.

G12 You must not knowingly mislead the Board or any of the Group's committees or panels. In presenting information, you must set out the facts and relevant issues truthfully.

H. Relationship with residents and other service users

Main principle

You must maintain high standards of professionalism, fairness and courtesy in all your dealings with residents and other service users.

Provisions

H1 You must treat all residents and other service users with courtesy and respect.

H2 You must not allow any personal relationship with a resident or other service user to conflict with your role and responsibilities.

H3 You must not give gifts or loans of money to, or receive loans or gifts of money from, residents or other service users.

H4 You must take great care in handling residents' and other service users' money, ensuring that a receipt is completed for every transaction.

H5 You must not invite or influence a resident or other service user to make a will or trust under which you are named as executor, trustee or beneficiary.

H6 When handling information relating to residents and other service users, you must comply with the law and the Group's policies and procedures relating to the protection of personal data.

I. Health, safety and security

Main principle

Your conduct must not endanger the health, safety or security of yourself or others.

Provisions

I1 You must comply with the Group's Health and Safety policies and procedures and bring to the attention of the appropriate person any risks to yourself or others. In particular:

- (1) where you are provided with protective clothing this must be worn; and
- (2) For your own safety, you must comply with the Group's policy and procedures relating to lone working.

I2 You must comply with the law and the Group's policies on smoking and on the use of alcohol, illegal drugs and other substances.

I3 You must comply with the Group's policies relating to the security of premises.

J. Conduct at meetings

Main principle

Your conduct at meetings must show respect for all, and comply with the Group's standards.

Provisions

J1 You must be courteous to all other attendees, and respect the position of the meeting chair.

J2 You must not use threatening or aggressive behaviour, or act in a disruptive way.

J3 You must not attend meetings while intoxicated or under the influence of drugs.

J4 Once a Board, committee or panel meeting has properly reached a decision; you must share responsibility for that decision, even where you had not supported it.

K. Representing the Group

Main principle

In representing the Group at external events and in dealings with outside bodies, you are an ambassador for the Group and must uphold and promote its values, objectives and policies.

Provisions

K1 You must not become involved in, or be seen to endorse, any activity that may bring the Group into disrepute. This includes but is not limited to illegal, immoral, racist or other discriminatory activity.

K2 In engaging in activities which promote the work of the Group to the outside world, you must demonstrate commitment to the Group and support for its values, policies and goals.

K3 In representing the Group at formal or informal events, you must be appropriately dressed for the occasion.

L. Learning and development

Main principle

In partnership with the Group, you must take responsibility for your own learning and development, regularly updating and refreshing your skills and knowledge.

Provisions

L1 You must play an active part in the Group's supervision and performance appraisal processes and welcome constructive feedback.

L2 At the appropriate induction, appraisal or supervision meeting, you must make clear your personal training and development needs, so that they can be taken into account in the Group's forward budgeting and planning.

L3 Unless there are exceptional reasons, you must attend all learning and development events that have been arranged, either for you alone or as part of a group.

Board members

L4 You must take responsibility for keeping your knowledge up to date in those areas in which you are a specialist.

M. Reporting concerns

Main principle

You must report to the appropriate senior person within the Group any reasonable and honest suspicions you may have about possible wrongdoing.

Provisions

M1 If you are aware of potentially dishonest or fraudulent activity, or material breaches of this code – by Board members, colleagues or others – you must report it to the appropriate senior person within the Group. The Group's policies and procedures relating to fraud and confidential reporting (whistle-blowing) give further guidance.

M2 If you believe that you are being required to act in a way which conflicts with this code, you must report it to the appropriate senior person within the Group.

M3 You must not victimise any person who has used – or intends to use, or is suspected of having used – the Group's confidential reporting procedures to report the misconduct, or alleged misconduct, of others.

Annex 1 to the Code of Conduct

Principles of Public Life

Housing association groups will inevitably face situations not directly addressed by the code. In such situations, they should be guided by the seven principles of public life established by the Committee on Standards in Public Life.

Although Fife Housing Group is not a public body, there is a general acceptance that those holding positions of leadership in housing associations and their subsidiaries should uphold the same values of selflessness, integrity, objectivity, accountability, openness, honesty and leadership. These are defined below.

Selflessness: Holders of public office should act solely in terms of the public interest. They should not do so in order to gain financial or other benefits for themselves, their family or friends.

Integrity: Holders of public office should not place themselves under any financial or other obligation to outside individuals or organisations that might seek to influence them in the performance of their official duties.

Objectivity: In carrying out public business, including making public appointments, awarding contracts, or recommending individuals for rewards and benefits, holders of public office should make choices on merit.

Accountability: Holders of public office are accountable for their decisions and actions to the public and must submit themselves to whatever scrutiny is appropriate to their office.

Openness: Holders of public office should be as open as possible about all the decisions and actions that they take. They should give reasons for their decisions and restrict information only when the wider public interest clearly demands.

Honesty: Holders of public office have a duty to declare any private interests relating to their public duties and to take steps to resolve any conflicts arising in a way that protects the public interest.

Leadership: Holders of public office should support and promote these principles by leadership and example.

Annex 2 to the Code of Conduct

The Definition of 'Closely Connected'

The code refers to persons with whom Board members, colleagues or involved residents are 'closely connected'. A 'closely connected' person includes family members and persons with whom the individual has a close association.

The guidance on good practice and excellence accompanying the code suggests that 'family member' be given a very wide meaning and include persons who might reasonably be regarded as similar to family members even where there is no relationship by birth or in law. It would include:

- a partner (someone to whom the individual is married, a civil partner or someone with whom they live in a similar capacity);
- parent, parent-in-law;
- son or daughter, stepson or stepdaughter, the child of a partner;
- brother or sister, brother or sister of a partner;
- grandparent, grandchild;
- uncle or aunt, nephew or niece;
- the partners of any of these people;
- any dependents; and
- Any person on whom the individual depends.

It would include estranged, separated and divorced family members (and estranged, separated and divorced persons who might reasonably be regarded as similar to family members).

A person with whom the individual has a 'close association' would be someone with whom they were in regular or irregular contact over a period of time who was more than an acquaintance. It would be someone a member of the public might reasonably think the individual would be prepared to favour or disadvantage when discussing a matter that affects them. It may be a friend, colleague, neighbour, business associate or someone known through general social contacts.

Connection with an organisation

Someone is connected with a company, partnership or other organisation if he or she, or a family member, or close connection:

- is employed by the organisation, either directly or as a sub-contractor or agent;
- is a director, owner, Board member, trustee, or has some other controlling or financial interest in the organisation;
- holds shares in the organisation, or has some other financial stake or interest in its success; or
- If there is some other connection or link that a reasonable person could take to create a conflict of interest.

Appendix D
Policy Review Schedule

For approval by Strategic Board:

Ref	Policy Title	Director responsible
OP1	Contents of Colleague Handbook	Operations
OP2	Colleague Strategy	Operations
O8	Apprenticeship Strategy	Operations
OP6	Health and Safety Strategy	Operations
O9	Wellbeing Strategy	Operations
CE1	Communications and Engagement Strategy	Housing
F/1	Former Tenant Arrears Policy	Finance, Governance and Assets
F/2	Treasury Management Policy	Finance, Governance and Assets
F/3	Anti-Money Laundering Policy	Finance, Governance and Assets
G/1	Standing Orders & Financial Rules	Finance, Governance and Assets
G/2	Membership Policy	Finance, Governance and Assets
G/3	Anti-Fraud Policy	Finance, Governance and Assets
G/6	Governance Expenses Policy	Finance, Governance and Assets
G/7	Corporate Social Responsibility	Housing
IT1	ICT Strategy	Finance, Governance and Assets
F/6	Value for Money Strategy	Finance, Governance and Assets

Ref	Policy Title	Director responsible
H/2	Allocations Policy	Housing
H/3	Income Maximisation Strategy (incl Action Plan)	Housing
CE2	Engagement Strategy	Housing
F/5	Factoring Policy	Finance, Governance and Assets
H/4	Safeguarding Policy	Housing
A/1	Asset Management Strategy (incl Action Plan)	Finance, Governance and Assets
OP/4	Repairs and Maintenance Policy	Operations
A3	Procurement Policy	Finance, Governance and Assets
A6	CDM Regulations Policy	Finance, Governance and Assets
H/7	Gas Policy	Finance, Governance and Assets

For approval by Audit and Risk Committee:

Ref	Policy Title	Director responsible
G/4	Business Continuity and Disaster Recovery Plan	Finance, Governance and Assets
G/5	Risk Management Strategy	Finance, Governance and Assets

For approval by Business Leadership Team:

Ref	Policy Title	Director responsible
G/8	Openness and Confidentiality Policy (Access to Information) / GDPR	Finance, Governance and Assets

G/8	Document Retention Policy	Finance, Governance and Assets
H/1	Housing Policy	Housing
F/4	Service Charge Policy	Finance, Governance and Assets
CE/3	Complaints Policy	Housing
H/5	Tenants' Handbook	Housing

For approval by Health and Safety Committee:

Ref	Policy Title	Director responsible
OP/6	Health and Safety Policy [prior to Board approval]	Operations
H/10	Asbestos Policy	Finance, Governance and Assets

For approval by Health and Safety Committee:

Ref	Policy Title	Director responsible
OP/6	Health and Safety Policy [prior to Board approval]	Operations
H/10	Asbestos Policy	Finance, Governance and Assets

End of Standing Orders and Financial Rules