



**SHA Committee Role Descriptions**

**Revised:**                    **October 2020**  
                                      **September 2021**  
                                      **March 2023**  
                                      **October 2023**  
                                      **February 2024**  
**Next Review Date:**    **August 2024**

## **ROLE DESCRIPTION FOR MANAGEMENT COMMITTEE MEMBERS**

### **1.0 INTRODUCTION**

- 1.1 This role description sets out the activities and responsibilities associated with being a member of Southside’s Management Committee.

### **2.0 KEY TASKS AND RESPONSIBILITIES**

- 2.1 The Management Committee’s main purpose is to direct and control the Association’s work. Being effective in your role depends on how you work as part of a team with the rest of the Committee, and on how you approach things as an individual.

#### **2.2 Working as part of the Management Committee**

The Committee is responsible for providing leadership, setting our strategic direction, monitoring our performance and exercising control to make sure we achieve our aims. These are the main things the Committee is responsible for:

#### **2.3 Leadership and Strategy**

- Deciding our overall purpose and values, and making sure these are achieved;
- Deciding the strategic direction and business objectives of the Association, taking account of our operating environment and the needs and views of our tenants and service users;
- Approving the Association’s strategic plans and the resources needed to achieve these;
- Making sure the Association is accountable to its members, tenants and other stakeholders;
- Deciding and keeping under review our partnerships with other organisations;
- Establishing relationships with senior staff that are professional and supportive, while also avoiding undue familiarity or undermining the Committee’s role in providing constructive challenge to the staff team.

#### **2.4 Performance and Control**

- Deciding the Association’s policy;
- Ensuring that our systems for internal control and assurance are effective;
- Protecting the assets and good reputation of the Association at all times;
- Ensuring that the Association identifies and acts on risks to our tenants, business and good reputation;

- Ensuring that the Association operates within the law and according to its Rules and procedures; meeting standards laid down by SHR, OSCR, and other regulatory bodies;
- Exercising financial control;
- Assessing how well the Association is delivering for our tenants and the communities;
- Keeping an oversight of the work of the Association's subsidiaries;
- Appointing and supporting the Association's senior officer;
- Assessing the Committee's own effectiveness, to ensure that it has the skills, knowledge and experience it needs.

## 2.5 Working as an Individual

As a Management Committee member, you should always act with personal integrity. These are the main standards we expect all members to meet in carrying out their role:

- Acting at all times in the best interests of the Association;
- Meeting the standards set out in our Code of Conduct;
- Upholding the Association's values and policies, including our commitment to equality and treating people with courtesy and respect;
- Attending and being well prepared for committee meetings;
- Contributing effectively to the Committee's discussions and decision-making;
- Accepting shared responsibility for the Committee's decisions;
- Developing the skills and knowledge you bring to your role as a Committee member;
- Making sure that you base your decisions on facts and evidence;
- Taking part in training and other learning opportunities and in reviews of the Committee's performance and your own contribution to the Committee's work;
- Keeping up to date with changes in the Association's operating environment;
- Representing the Association positively;
- Declaring any relevant interests as soon as they arise, in accordance with the Code of Conduct and our procedures;
- Making sure you are aware of, and comply with, the Association's policy on payments and benefits;
- Fostering positive and professional working relationships within the Management Committee, and between the Committee and our staff and stakeholders;
- Respecting the confidentiality of information you receive in your role as a Committee member.

### **3.0 SUPPORT FOR COMMITTEE MEMBERS**

3.1 We appreciate that the responsibilities listed may seem daunting, especially for people joining the Management Committee for the first time. There is plenty of practical support available from the Association, the best policy if you are unsure about anything is always to just ask.

3.2 We will use this role description:

- As part of the induction process for new Management Committee members;
- To help existing members to reflect on any personal support or training needs, when they are preparing for their annual review meetings;
- To make sure that the training and support we offer to members is relevant and useful.



## CHAIRPERSON ROLE DESCRIPTION

1. This role description is based on the Association’s Rules, which set out the responsibilities of the Association’s chairperson. The role description is also applicable to the chair of the Board of SFARS Ltd.
2. The Chairperson’s most important responsibilities are to:
  - Provide leadership to the Management Committee;
  - Act as an ambassador for the Association;
  - Work effectively and constructively with the senior officer to support delivery of the Association’s strategy and objectives;
  - Provide constructive support to other Committee members; and
  - Maintain the support and confidence of the Management Committee.
3. In carrying out the role, the chairperson is subject to the overriding duty placed on all of the Association’s office bearers to act on behalf of the Management Committee as a whole and to be accountable to the Management Committee.
4. The Chairperson will not normally be involved in any operational decision-making, nor will he/she normally take action without the knowledge of the senior officer and the office bearers or the governing body as a whole (for example, if a matter concerns the senior officer’s conduct). Any exceptional actions in these circumstances would normally be taken in association with the other office bearers and reported immediately to the Governing Body as a whole.
5. The remainder of this role description addresses the specific responsibilities set out in the Association’s Rules, along with guidance on putting these into practice.

<b>Chairperson Responsibilities</b>	<b>Putting the Chairperson’s role into practice</b>
<b>Promoting effective working between the Committee and senior staff</b>	The Chairperson should represent the Committee’s views in discussions with management, to help ensure that the Association’s objectives are achieved. Relationships should be constructive and supportive, while remaining professional.
<b>Maintain an overview of the business of the Association</b>	The Chairperson will receive regular briefings from the CEO.
<b>Setting the agenda for each Committee meeting</b>	The CEO will prepare a draft agenda for discussion with the Chairperson before Management Committee meetings are called.
<b>Conducting meetings effectively</b>	The chairperson should ensure that meetings are conducted in accordance with the procedures set out in the Association’s Rules and the Standing Orders.

<b>Chairperson Responsibilities</b>	<b>Putting the Chairperson's role into practice</b>
<b>Approval of minutes and implementation of the decisions and actions approved by the Committee</b>	<p>The Chairperson shall sign approved minutes of Management Committee meetings.</p> <p>Implementation of approved decisions and actions shall be included in written reports to the next Committee meeting. Where necessary, the senior officer may update or seek guidance from the Chairperson and other office bearers between committee meetings.</p>
<b>Ensuring compliance with the standing orders, code of conduct for committee members and other relevant policies and procedures affecting the governance of the Association</b>	<p>The Chairperson is responsible for challenging non-compliance and for taking forward any investigations/action if it is alleged that there has been non-compliance. The Chairperson will be advised and supported in this by the Leadership Team and/or other advisers.</p> <p>Other committee members should support the chairperson by challenging inappropriate behaviour at meetings.</p> <p>The CEO will brief the Chairperson and seek the Chairperson's guidance about any material breaches of the Code of Conduct or other governance policies that occur outside meetings.</p>
<b>Where necessary, making decisions under delegated authority between meetings</b>	<p>The Association's Scheme of Delegated Authority permits the chairperson and CEO to make emergency and other essential decisions between Committee meetings, reporting back to the next meeting.</p> <p>If decisions are of a substantial or controversial nature, other office bearers will also be consulted if time permits.</p>
<b>Ensuring that the Committee receives professional advice when it is needed</b>	<p>The Leadership Team will advise the Committee of circumstances where professional advice is required and will lead on the operational aspects of procuring such advice, in accordance with the Committee's instructions.</p> <p>The Management Committee and Sub-Committees may also highlight other areas where professional advice or independent assurance should be obtained.</p>
<b>Ensuring that the Committee monitors the use of delegated</b>	<p>This will be addressed during the Committee's reviews of its collective effectiveness. Sub-Committees will</p>

<b>Chairperson Responsibilities</b>	<b>Putting the Chairperson's role into practice</b>
<b>powers</b>	also advise if any changes should be considered, based on matters that have come to its attention.
<b>Representing the Association at external events</b>	The Chairperson shall play a lead role in representing the organisation externally.
<b>Ensuring that appraisals are undertaken for committee members and the senior officer, in accordance with policy and procedures</b>	<p>The Chairperson will ensure annual review conversations with other Committee members take place, focused on members' self-assessments and priority areas for development.</p> <p>The Chairperson will ensure the CEO's appraisal is carried out on an annual basis in association with the office bearers. The Chairperson will report on compliance to the Management Committee</p>
<b>Addressing the training requirements of Committee members, and the recruitment and induction of new Committee members</b>	<p>Training requirements will be discussed at annual review conversations led by the Chairperson. Management will then take the lead in preparing individual training plans.</p> <p>The Management Committee shall discuss and decide any action needed to recruit new Committee members.</p> <p>Induction of new members shall be carried out in accordance with the Association's Policy on Induction. The Chairperson shall contribute to the induction programme and shall keep in touch with new members to ensure that their induction needs have been met.</p>

6. For the sake of completeness, the Rules state the following additional requirements relating to the Association's chairperson:

- The Chairperson must be elected from the Committee Members (excluding co-optees) and must be prepared to act as Chairperson until the end of the next annual general meeting (unless s/he resigns the post). The Chairperson can only be required to resign if a majority of the remaining Committee Members present at a special meeting agree to this;
- If the Chairperson is not present at a Committee meeting or is not willing to act, the Committee Members present will elect another Committee Member to be Chairperson for the Committee Meeting. If the Chairperson arrives at the meeting late, s/he will take over as Chairperson of the Committee meeting as soon as the current agenda item is concluded;
- If the votes of the Committee Members are divided equally for and against an issue, the Chairperson will have a second and deciding vote;

- The Chairperson can resign his/her office in writing to the Secretary and must resign if s/he leaves the Committee or is prevented from standing for, or being elected to, the Committee under Rule 43. The Committee will then elect another Committee Member as Chairperson;
- The Chairperson can be re-elected but must not hold office continuously for more than five years.

## **VICE CHAIRPERSON**

7. The role of the Association's vice chairperson is to perform the responsibilities of the Association's chairperson, as set out above, in the chairperson's absence.
8. Along with the chairperson, the Vice Chairperson shall be an ex-officio member of the Association's sub-committees. This means that the chair and vice chairperson are entitled to attend all meetings of sub-committees to which Management Committee have not previously appointed them to as members receive papers and speak at meetings. They they are not entitled to vote or move resolutions when in attendance as an ex-officio member of a sub-committee.
9. With the agreement of the Management Committee and the chairperson, the Vice Chairperson may be asked to undertake:
  - Specific responsibilities on behalf of the Chairperson, to make the Chairperson's workload more manageable;
  - Specific responsibilities as part of succession planning measures.
10. The Vice Chairperson will ensure that the Chairperson's performance appraisal is concluded in a manner consistent with the appraisal of other Committee members.

## **SECRETARY**

11. The general role of the Secretary is to ensure that the business of the Association and Management Committee is properly conducted, in accordance with the Rules.
12. The Management Committee has agreed that the following aspects of the Secretary's duties shall be delegated to the CEO and other senior staff under the supervision of the Secretary, as described below:



<b>Task</b>	<b>Responsibility</b>
To call meetings, and send notices and relevant reports before meetings	Chief Executive Officer (or Leadership Team members responsible for sub-committee servicing)
To keep minutes	Chief Executive Officer (or Leadership Team members responsible for sub-committee servicing)
To prepare and send all necessary reports to the Financial Conduct Authority, the Office of the Scottish Charity Regulator, and the Scottish Housing Regulator	Chief Executive Officer and Management Committee
To maintain registers of members, committee members, seal register etc.	Chief Executive Officer
To execute documents on behalf of the Association (either by signing or use of seal)	(One of) Secretary or Chief Executive Officer or other authorised signatory. If the seal is used, the Management Committee must approve this.
To take charge of the Association's Seal	Chief Executive Officer
To issue share certificates to new members	Chief Executive Officer
Ensuring compliance with the Rules	Management Committee

### **CHAIRPERSONS OF SUB-COMMITTEES**

13. The Association's sub-committees shall each have a Chairperson.
14. Sub-Committee chairs shall be elected or appointed by the Management Committee
15. A Sub-committee Chairperson's primary responsibility is to ensure that meetings are conducted effectively and in accordance with the procedures on calling, conducting, and recording meetings that are set out in section 5 of the Standing Orders. The Sub-committee Chairperson should also work constructively with the designated lead officer, to ensure that the sub-committee fulfils its role and remit.



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