



# EASTHALL PARK

## STANDING ORDERS

Date of Last Reviewed	September 2016
Date of Current Review	September 2019
Date of Next Review	September 2022
Reviewed By	Management Committee

CORPORATE FIT	
Regulatory Standards	✓
Equalities & Human Rights	✓
Legislation	✓
Strategic Plan	✓

On request, the Co-operative can provide translations of all our documents, policies and procedures in various languages and other formats such as computer disc, tape, large print, Braille etc. and these can be obtained by contacting the Co-operative's offices.



## **EASTHALL PARK STANDING ORDERS**

### **SECTION 1 – INTRODUCTION**

The Standing Orders set out the Co-operative's governance structures and procedures. They provide a framework for effective management of the Co-operative's business.

The Standing Orders are part of a wider governance framework.

#### **A. COMMITTEE STRUCTURE**

##### **1. "Ad Hoc" Sub-Committees**

The Management Committee shall be empowered to appoint such "Ad Hoc" Sub Committees as it may deem necessary to consider different aspects of the Co-operative's business from time to time.

The role of any sub-committee should be to share the workload of the Management Committee in managing and monitoring the Co-operative's business.

##### **2. Frequency and Timing of Meetings**

###### **2.1 Management Committee**

Ordinary Meetings of the Management Committee shall be with a rota of suitable dates to be agreed by the Management Committee. (~~except for July and December~~).

## **2.2 Sub Committees**

If any “ad hoc” sub committees are required the timing of such meetings will be by mutual agreement.

The Co-operative currently has one sub committee, the Audit and Finance Committee.

## **2.3 Audit & Finance Sub Committee**

The Audit and Finance Committee provides an opportunity for detailed discussion and consideration of financial matters, with regular reporting to the full management committee. It is given delegated authority for some financial decision-making, but the Management Committee as a whole remains accountable and still remains actively engaged in financial matters.

The Audit and Finance Committee will carry out the duties delegated to it by the Management Committee as outlined in the Audit and Finance Committee Remit which is approved on an annual basis along with the Scheme of Delegated Authority.

This remit will normally be considered in November each year and the Scheme of Delegated Authority will be amended to reflect approved changes.

For the avoidance of doubt a full review of the Scheme of Delegated Authority will be undertaken on a three yearly cycle.

The Audit and Finance Committee Remit will include the following:

- Role and Composition
- Responsibilities and Functions
- Review and Evaluation
- Equality & Diversity
- Review Period

In addition to these powers, the Management Committee may delegate other powers to the Audit & Finance Sub Committee from time to time or any other relevant Sub Committee required of which a remit will be prepared and approved by the Full Committee.

## **3. Membership of Sub-Committees**

The members of each Sub-Committee shall comprise members of the Management Committee, who shall form a majority of the members of any Sub-Committee at

any time and such other co-opted members as the Management Committee may decide.

Membership of Sub Committees will normally be decided by the Full Committee at the first meeting after the Annual General Meeting.

Additional Sub Committee Membership will be determined as and when required after approval of the Full Committee.

#### **4. Appointment of Sub-Committee Convenors**

The Sub-Committees shall be normally be convened by Office Bearers of the Co-operative. This shall be determined by the Full Committee.

In the event of an Office Bearer being unable to convene the meeting, then the Committee will elect another Convenor for that particular meeting.

#### **5. Committee Attendance**

If a Committee Member misses four consecutive Full Committee meetings at which he/she should be in attendance (without good reason), then he/she will automatically be disqualified as a Committee Member.

Any Committee Member removed on this basis will be reported to the Scottish Housing Regulator under their Notifiable Events guidance.

### **B. CONDUCT OF MEETINGS**

#### **1. Appointment of Office Bearers**

The Management Committee will appoint from its number a Chairperson, Secretary, Treasurer and Vice Chairperson and any other Office Bearers as are considered necessary to discharge the Committee's business. The duties and delegated powers of all Office Bearers will be as agreed by the Management Committee and incorporated in the Standing Orders.

All Office Bearers will normally be appointed at the first meeting of the Full Management Committee following an Annual General Meeting and shall serve for one year. Retiring Office Bearers shall be eligible for re-election with the exception of the Chairperson if they have served continuously for a five year period. The Committee may remove any Office Bearers at a Special Meeting called for the purpose.

Where the retiral or removal of an Office Bearer is noted on the notice (agenda) calling a Management Committee meeting, the vacancy may be filled at the

meeting; otherwise a casual vacancy arising through retirement of an Office Bearer will be filled at the next meeting after the vacancy arises.

## **2. The Chairperson**

The Chairperson (whom failing, the Vice Chairperson, Secretary, or Treasurer) shall convene all meetings of the Committee. In the absence of the Chairperson and the others mentioned above, the members present shall elect one of their number to convene the meeting.

All questions of order arising at any meeting shall be decided by the Convenor of the meeting. The Convenor of a Management Committee meeting, whether the Chairperson or a substitute, shall have both a deliberative and a casting vote.

## **3. Notice of Committee Meetings**

Agendas for all meetings shall be prepared by the Secretary of the Co-operative, in consultation with Chairperson and the Director (or his/her nominated deputy).

Notice of the ordinary meetings of the Committee, shall be sent to members by the Secretary not less than seven days before the date of the meeting. All matters of business for the agenda shall be in the hands of the Secretary or delegated staff by 5.00pm eight days prior to the date of the meeting.

Proceedings at any meeting shall not be invalidated by any accidental omission to send notice of the meeting to any member, or any other accidental defect in the arrangements for calling the meeting.

## **4. Order of Business**

The business at meetings shall normally follow the order of the Agenda, but the Convenor shall have the power to alter the order of business at any stage.

With the consent of the members present, business not on the Agenda may be transacted at an Ordinary Meeting, but not at a Special Meeting. The Committee shall have the power to adjourn any meeting to such date and time as it, or the Chairperson, may determine, and, when any adjourned meeting is resumed, the proceedings shall commence at the point at which they were adjourned and shall extend only on items on the Agenda for the original meeting.

## **5. Quorum**

Four Committee Members shall constitute a quorum for a Committee meeting.

The Management Committee will not have any of its normal powers unless a quorum is present.

## **6. Minutes**

The Director (or his/her nominated deputy) in consultation with the Secretary of the Co-operative and Convenor of any meeting, shall prepare minutes of that meeting and these minutes shall normally be submitted to the following ordinary meeting of the Management Committee for approval. Where they have not been previously circulated, members shall be given time to read them before the Committee is asked to approve them.

The minutes of the Management Committee meeting will be published on the Co-operative's website following their adoption and shall be available in other formats to all members of the public upon request. Any confidential or commercially sensitive business discussed will be redacted with a comment advising of such.

## **7. Voting**

Voting shall normally be by show of hands but shall be by secret ballot if such procedure is requested by one third of the members present at any meeting. A simple majority shall be sufficient to determine any matters except in the case of a motion to suspend Standing Orders, where a two-thirds majority of the members present in favour of the motion shall be necessary.

## **8. Dissent**

Any member of the Committee may, without given reasons, ask that his/her dissent from resolution be recorded in the minutes, provided that the request is made at the meeting at which the resolution has been passed.

## **9. Motions and Amendments**

All motions and amendments must be relevant to the subject under discussion and the Convenor of any meeting shall have the power to rule out of order any motion or amendment which is, in his/her opinion, irrelevant or incompetent.

Any motion or amendment shall require to be proposed and seconded before being put to any meeting.

## **10. Order of Debate**

The Convenor of the meeting shall determine the order of debate and a member shall not normally be permitted to speak more than once on the same issue, unless to reply to a question or with the permission of the Convenor. The proposer of a motion shall have the right to reply before a vote is taken but may not introduce any new matter at that stage. After the proposer of the motion has exercised his

right of reply, no other member may speak on the question unless to raise a point of order.

## **11. Points of Order**

Any member may raise a point of order in the course of a meeting and all questions of order shall be decided by the Convenor of the meeting. No other member shall be permitted to speak to the point of order unless with the Convenor's permission.

## **12. Motions Contradictory to Previous Decisions**

A motion which is contradictory to a previous decision of the Committee or any Sub-Committee shall not be competent within six months from the date of adoption of such a decision unless such a motion receives the support of two thirds of the members present and voting at a Management Committee meeting.

## **13. Declaration of Interest**

If any member or officer has a personal or pecuniary interest, direct or indirect, in any matter under discussion at a meeting of the Committee or a Sub-Committee, he/she shall declare that interest as soon as practicable after the commencement of the meeting and shall take no part in the discussion or vote on the matter.

## **14. Confidentiality**

All matters discussed at Committee or Sub-Committee meetings shall be treated in strictest confidence by members and officers in attendance, whether or not a particular matter is specifically described as confidential. This confidentiality shall only be relaxed by agreement of the Management Committee.

## **15. Remits to Sub-Committees**

Remits to any Sub-Committees shall be considered and reported on as promptly as possible and undischarged remits shall automatically lapse after 12 months unless the Management Committee determine otherwise.

## **16. Closure of Meetings**

No meeting of the Management Committee shall continue for more than two and a half hours beyond the time for which the meeting is called unless with the approval of the majority of members present after the expiry of that time. A meeting shall be automatically adjourned after three hours from the time for which it was called.

Only business contained in the notice (agenda) will be conducted during this period.

## **17. Enforcement of Standing Orders**

It shall be the duty of the Convenor of any meeting, in consultation with the Director or the Secretary, to ensure that Standing Orders are observed and enforced at that meeting.

## **18. Representation to Management Committee**

Any person wishing to be heard by the Management Committee should submit a written application to the Secretary and may appoint a representative to speak on their behalf. Committee Members should not normally act as representative to the Management Committee on behalf of close relations unless that relation is unable to act on their own behalf. Any Committee member intending to act as a representative for a close relation should notify the Secretary of their intention to do so, in writing, prior to the meeting.

When any person is making representations to the Management Committee, Committee Members should restrict their contribution to questions addressed to the person making the representation.

## **C. DEALINGS WITH OUTSIDE BODIES**

### **1. Appointments of Representatives**

The Management Committee may appoint any person to represent the Co-operative in dealing with outside bodies or to serve as the Co-operative's representative on any body. Any such appointment can be terminated at any time and will in any event be reviewed annually.

Any reasonable expenses incurred by representatives to outside bodies will be reimbursed by the Co-operative on a basis to be agreed by the Management Committee from time to time.

### **2. Attendance at Training Conferences**

The Office Bearers shall be authorised to arrange for the Co-operative to be represented at training events and conferences relevant to the work of the Co-operative. Details of the events attended, including names of the Co-operative's representatives and the costs incurred in attending the events, shall be recorded.

### **3. Disciplinary Procedure**

While recognising the right of Co-operative Members in general meeting to elect Committee Members subject only to provisions in the Rules, it shall be the responsibility of the Management Committee to ensure, so far as it is practicable, that Committee Members carry out their duties in such a manner as to protect the interest of the members and to uphold the reputation of the Co-operative.

In fulfilling this responsibility it shall be the duty of the Secretary, on receiving a written complaint in respect of the conduct of any Committee Member, to place the matter on the Agenda of the Management Committee and in the meantime, in consultation with the Director, to carry out such investigations as are necessary to properly advise the meeting at which the matter is to be considered. Before reaching any determination, the Management Committee must give the Committee Member concerned the opportunity to reply to any allegations made as regards their conduct.

In disposing of such a matter, the Management Committee may issue the member concerned with a written warning as to future conduct.

In the event of any Committee Member receiving three warnings as to their conduct during their term of office, the Committee shall recommend to the Membership in general meeting that the said member is removed from the Management Committee and may instruct the Secretary to call a Special General Meeting for this purpose.

The Management Committee reserve the right to recommend to the membership the removal of a committee member even if 3 warnings have not been issued if it is deemed that the conduct of the member is serious and merits immediate removal.

In the event that a Committee Member, having received three warnings, resigns from the Committee prior to the General Meeting at which their conduct is to be the subject of a report and is then re-nominated for election at a subsequent meeting, the Committee shall report on the member's conduct at the General Meeting at which their nomination is to be considered.

Any former Committee Member who was in receipt of three warnings under this Standing Order during a prior term of office may not be co-opted to the Committee or appointed to fill a casual vacancy thereafter.

In terms of this Standing Order, the following conduct shall be deemed to be inappropriate:

1. Breaching the Committee Member's responsibility to treat any information gained through membership of Committee as confidential and

not to relay that information to any third party, unless specifically authorised to do so.

2. While on Co-operative business, acting in such a way as to bring Easthall Park Housing Co-operative into disrepute.
3. Failure to declare an interest in any matter before the Management Committee.
4. Acting improperly in relation to the granting of contracts or other benefits by the Co-operative.
5. Persistent and deliberate failure to comply with the Rules, Standing Orders or Policy decisions of the Co-operative.
6. Breaching any aspect of the Code of Conduct for Committee.

Whereas it is the particular responsibility of Office Bearers of the Co-operative to ensure that any action in breach of this Standing Order is brought to the Management Committee's attention, it is the responsibility of all members to ensure that the Committee is able to effectively enforce this Standing Order.

## **DELEGATION OF POWERS TO OFFICE BEARERS**

### **1. GENERAL PRINCIPLES**

It is recognised that the effective prosecution of the Co-operative's work will often require decisions to be taken without awaiting Committee or Sub-Committee approval and that many routine matters will fall to be decided by members of staff. Accordingly, this Scheme of Delegation sets out the basis on which delegated powers shall be exercised by Office Bearers and senior officials.

The Committee's purpose in approving this Scheme of Delegation of Powers is to ensure that the work of the Co-operative is not unnecessarily delayed for decisions which are clearly within the general terms of Co-operative policy. Accordingly, the Office Bearers and officials shall, in all cases, seek to use delegated powers to maintain progress in the various areas of work, provided that no policy decisions are taken or major financial commitments entered into without the approval of the Management Committee or appropriate Sub-Committee.

### **2. CHAIRPERSON**

The Chairperson shall have a general remit to consult with the Director to ensure that all necessary decisions are taken in between meetings of the Committee or Sub-Committee as appropriate. The Chairperson, in consultation with the Director, shall have discretion to authorise such actions or decisions as may be

necessary to avoid delays in prosecuting the work of the Co-operative within the area covered by each of the Sub-Committees, provided that policy decisions are reserved to the Committee or standing Sub-Committee. All matters on which the Chairperson has authorised action shall be reported to the following meeting of the Committee or standing Sub-Committee.

In particular, the Chairperson shall be authorised to represent the Co-operative at promotional events and to arrange for other members of the Committee and staff of the Co-operative to attend as appropriate, provided that attendance at all such events shall be reported to the next ordinary meeting of the Management Committee and shall be subject to any regulations approved by the Co-operative in relation to the payment of necessary expenses.

### **3. VICE CHAIR**

It shall be understood that, in all cases where discretionary authority is delegated to the Chairperson, the same authority shall be delegated to the Vice Chair in the absence of the Chairperson and that all matters on which the Vice Chair has authorised action shall be forwarded to the following meeting of the Committee or standing Sub-Committee.

### **4. SECRETARY**

It shall be understood that, in all cases where discretionary authority is delegated to the Vice Chair, the same authority is delegated to the Secretary in the absence of the Vice Chair and that all matters on which the Secretary has authorised action shall be reported to the following meeting of the Committee or standing Sub-Committee.

Notwithstanding the foregoing, the Secretary, in consultation with the Director, shall have authority for the following:

Carrying out the duties of Secretary as laid down in the Co-operative's Rules and ensuring the proper completion and security of all legal documents.

### **5. TREASURER**

The Treasurer, in consultation with the Director, shall be responsible for carrying out duties of Treasurer as laid down in the Co-operative Rules and for ensuring that the Co-operative has an effective system of receiving and recording all monies due to it.

The Treasurer will be a member of the Audit and Finance Committee which reviews key financial information as outlined at section 2.3 of this document.

## **6. EMERGENCY ARRANGEMENTS**

Where urgent decisions with policy implications become necessary when it is impracticable to call a Committee Meeting, the Chairperson, or in his absence, the Vice Chair, shall consult with the office bearers and the Director and shall only take such decisions as shall involve the least possible policy commitment on behalf of the Co-operative. The decisions taken shall be reported to the Committee as soon as possible thereafter for ratification.

## **D KEY PRINCIPLES**

### **1. EQUAL OPPORTUNITIES**

Easthall Park Housing Co-operative is committed to tackling discrimination on the grounds of race, colour, ethnic or national origin, sex, marital status, disability, sexual orientation, religion, age, transgender/transsexual or other grounds.

Easthall Park Housing Co-operative will ensure that in carrying out these Standing Orders that equality of opportunity is adhered to.

### **2. PERFORMANCE STANDARDS**

Easthall Park Housing Co-operative will ensure that in carrying out these Standing Orders that relevant performance standards and good practice is adhered to including the Regulatory Code of Practice.

### **3. REVIEW PERIOD**

These standing orders will be reviewed every three years or earlier if required.