



Standing Orders

JUNE 2026

HEBRIDEAN HOUSING PARTNERSHIP |

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PART ONE

REGULATION OF BUSINESS

PART ONE-REGULATION OF BUSINESS

INTRODUCTION

- 1.1 There are three parts of the Partnership's Constitutional Documents which set out how the Board will be managed and controlled.

Constitutional Document	Detail
a) The Rules	Define the aims of and set out the powers and authority of the Partnership as vested in the Board
b) Standing Orders	Provide the detail of how the powers and authorities can be exercised and includes a Scheme of Delegation
c) Financial Regulations	Provide a framework for managing our financial affairs

- 1.2 If there is a conflict between these Standing Orders and any statutory provision, regulation or The Scottish Housing Regulator's Guidance having the force of statute, the latter shall prevail.
- 1.3 Except in circumstances where the wording of a Standing Order is clearly wrong, due to a typographical error or otherwise, the ruling of the Chair of the Board as to the meaning of these Standing Orders shall be final.
- 1.4 These Standing Orders shall apply and have effect from 24 June 2025.

MEMBERSHIP

MEMBERSHIP OF THE PARTNERSHIP

- 1.5 The Board has delegated responsibility for assessing and approving applications for new Members to the Company Secretary.
- 1.6 Our Membership Policy outlines how to become a Member of the Partnership and full details of the criteria for membership can be found in the Policy. The Policy will be reviewed regularly by the Board.
- 1.7 If we approve your application, you will immediately become a Member of the Partnership and your name will be included in our Register of Members referred to in Rule 64 within seven working days. You will then be issued one share in the Partnership.

Register of Members

- 1.8 The second copy of the Register of Members referred to in Rules 64 and 65 showing the names, addresses and membership category of each Member shall be available upon request to the public during office hours at the Partnership's registered office in Stornoway and in our Balivanich office.
- 1.9 At any time, the Board may require Members to provide evidence that they meet the criteria of their relevant Member Category. If the evidence is not

provided within twenty-one days, the Member may be removed from the register and notified accordingly.

- 1.10 It shall be the responsibility of Members to inform the Secretary in writing when they no longer meet the membership criteria and will thus no longer be Members of the Partnership.

MEETINGS OF THE MEMBERSHIP

- 1.11 All General Meetings other than the Annual General Meeting (AGM) shall be called Special General Meetings (SGM). All general meetings, including Special General Meetings (SGM), shall be convened in conformity with the Rules.

Annual General Meeting

- 1.12 The AGM of the Members of the Partnership will be held at a date and time fixed by the Board. The AGM will be advertised in the local media and it will be open for the general public to attend though only Members shall be entitled to participate in the discussions and to vote.
- 1.13 The order of business will be:
- a) to elect a Chair of the meeting if the Chair or Vice-Chair is not present;
 - b) to approve as a correct record and sign the minutes of the last AGM and any extra-ordinary general meeting where the minutes have not been approved;
 - c) present the Chair and Chief Executive's annual reports;
 - d) to receive the accounts, balance sheet and auditor's report;
 - e) the passing of a special resolution or resolution requiring special notice;
 - f) to appoint the external auditor;
 - g) to transact any other general business of the Board which has been included in the Notice calling the meeting or is otherwise competent.

Quorum for Membership Meetings

- 1.14 No item of business shall be transacted at an AGM or an SGM unless:
- a) at least seven Members, including at least one Member from each of the Member categories, are present and entitled to vote on that item; or
 - b) where the membership exceeds 70 persons, at least one tenth of the membership, including at least one Member from each of the Membership categories, are present or represented by proxies, but with at least half of the quorum being present and entitled to vote on that item.
- 1.15 If there are insufficient Members present to form a quorum within half an hour after the time appointed for an AGM to commence, no business will be transacted and the meeting will be re-scheduled for the same day of the following week at the same time and place, unless such date is clearly unsuitable, in which case the meeting will be re-scheduled to a time and place agreed by the Secretary. Where a meeting is adjourned, at least seven clear days' notice shall be given specifying the time and place of the adjourned meeting and indicating the general nature of business to be transacted.

THE BOARD

MEMBERSHIP OF THE BOARD

- 1.16 Members of the Board are elected to serve in accordance with the Partnership's Rules and the Code of Conduct.
- 1.17 Membership of the Board is not transferable and shall cease on the resignation, retirement or death of a Board Member and as otherwise set out in the Rules.

Composition of the Board

- 1.18 The Board shall have up to fifteen Board Members inclusive of two co-opted Members.
- 1.19 Board Membership of the Partnership is governed by Rules 37 to 44 of the Partnership's Rules and the Partnership's Membership Policy.
- 1.20 Other than co-opted Members, Board Membership at all times shall be made up of four main categories, these are:
- **Tenants** comprising of up to four Members of any geographical location in the Outer Hebrides;
 - **Community** comprising up to four Members or five should there be insufficient nominations for the **Tenant** category;
 - **Council Board Members** comprising up to three Members nominated by the Comhairle in line with Rule 40.8; and
 - **Board Appointed** Members comprising of up to two Members or four should there be insufficient nominations for the **Tenant** category.
- 1.21 The Council's nominees are called **Council Board Members** and will be chosen by Comhairle Nan Eilean Siar, following satisfactory assessment that their skills, knowledge and objectivity will enhance the Board's decision making. The Comhairle must provide evidence of this assessment along with notification of who the nominees are. Council Board Members are subject to change at any time and notification must be made to the Company Secretary as soon as practicable.
- 1.22 The Board may appoint up to two **Board Appointed Members** if there is a need or requirement for a particular skill or experience. This can be increased to four if there are insufficient nominations received within the Tenant category (see Standing Order 1.28).

Elections and Nominations

- 1.23 The Tenant and Community Members are elected in line with Rules 40.1 to 40.6. Any vacancies that occur will be filled in accordance with the Casual Vacancies procedure at Standing Order 1.33.
- 1.24 Nominations shall be in writing, either by post or electronically and submitted on an approved form to the registered office of the Partnership not later than forty-two days prior to the AGM for Tenant Board Members and not later than

thirty-five days prior to the AGM for Community Members. The form can be returned by post or to email address shown on the form.

- 1.25 A Board Member due to retire under the Rules may stand for re-election without nomination. The exception to this is where the Board Member has served for 9 years and in that instance the process outlined in Standing Order 1.27 should be followed.
- 1.26 Where the number of retiring Board Members seeking re-election and nominations exceeds the numbers available, a ballot of the membership will be taken at the AGM.

Long Serving Members

- 1.27 In accordance with Rule 37.7, the Board must determine whether to let Board Members serving for a continuous period of nine years or more continue in service. Any Board Member fulfilling this criterion and who wishes to remain on the Board will be asked to complete a self-evaluation questionnaire to demonstrate their continued effectiveness, and a report will be prepared by the Company Secretary, which the Board will then assess.
- 1.28 In accordance with Rule 40.3, if there are fewer nominations received from Tenant Members than the number of vacant Tenant Board Member places, then the remaining vacant Tenant Board Member places may be filled as follows:
 - a) one Community Member who would become a Community Board Member; then
 - b) up to two Board Appointed Members.
- 1.29 Board Members shall confirm in writing that they agree with the terms of the Partnership's Code of Conduct for Board Members before they can discharge any aspect of their role as a Board Member. If such an agreement in writing is not received within fourteen days of the person's election to the position of Board Member and no good reason is given for the delay, the Board shall convene a special meeting under Rule 44.5 to have the Member removed from the Board.

Board Appointments

- 1.30 In accordance with Rule 40.3 the Board may use up to two places to appoint Board Appointed Members in line with the skills assessment and whom the Board considers will enhance the skills, knowledge, diversity and/or objectivity of the Board and its decision-making. The appointees must be Members of the Partnership.
- 1.31 The annual Board skills assessment will identify areas where there are skills gaps and this will inform the Board's decision regarding the manner of identifying, selecting, and appointing a Board Appointed Member.
- 1.32 When appointing Board Appointed Members, the Board must determine the proposed duration of the appointment, which must be no longer than three

years. A Board Appointed Member may be re-appointed following the determined duration of the appointment.

Casual Vacancy

- 1.33 When a vacancy arises, the Board can appoint a casual vacancy to fill the period between the date the position became vacant and the next AGM. The casual vacancy must stand down at the next AGM. Any Member who replaces a Board Member in this way must come from the same category of membership as the vacancy.

Termination of Board Membership

- 1.34 Generally, Board Membership will cease at the AGM or at the end of a local council term but there are other circumstances where Board Membership may be terminated and they are outlined in the Table below:

Rule	Detail
39.1 to 39.4 and 43.2	Retirement by rotation at AGM End of a casual vacancy, a Board appointment or a co-opted appointment
43	Detail of what would make someone ineligible to be a Board Member <i>e.g. if they have any legal proceedings in any Court of Law by or against the Partnership</i>
44	Circumstances where someone would cease to be a Board Member <i>e.g. someone misses four Board meetings in a row without special leave of absence</i>

- 1.35 Any person wishing to withdraw from holding office of Board Member shall give one month's written notice to the Partnership. The Notice should be addressed to the Chair with a copy to the Secretary. On expiry of the Notice, the person shall cease to be a Board Member.

Co-opted Members

- 1.36 Where there is a shortage of particular skills, expertise or experience, the Board may co-opt to bring such skills to the Board, Committee or Working Group in respect of particular or general aspects of the Board's work.
- 1.37 To meet such a need, up to two persons may be co-opted in the following type of circumstances:
- As a substitute for a Member who may be absent for a prolonged period on special leave;
 - To assist with a substantial, complex undertaking, for which the Board's skill base is deficient;
 - To assist with a major overhaul of an aspect of Board activities that is in crisis; or
 - As one of two Appointed Board Members in accordance with Rule 37.2.4

- 1.38 Such persons shall be appointed in accordance with Rule 42 and the Code of Conduct for Board Members, following a recruitment process.

Recruitment of Board Members

- 1.39 If a skills gap becomes apparent on the Board, an exercise will be carried out by the Company Secretary and Executive Office to identify potential candidates and make recommendations for approval in line with these Standing Orders and the Rules.

THE ROLE AND REMIT OF THE BOARD

Delegated Authority

- 1.40 The Board is responsible for all decisions taken and actions carried out by or on behalf of the organisation. The Board recognises that good governance depends on a clear definition and understanding of the authorities which attach to Board and staff members. To ensure there is clarity regarding decisions that only the Board can take and those that may be delegated to a Committee or an Officer, the Board has drawn up a Schedule of Decisions Reserved to the Board which can be found in Part Two of the Standing Orders.
- 1.41 The Board has approved a Scheme of Delegated Authority included in Part 4, a Scheme of Administration to Committees and a Scheme of Financial Delegation set out in the Financial Regulations approved by the Board.
- 1.42 Any matters not specified in the Scheme of Delegated Authority or Scheme of Financial Delegation is reserved to Board unless the matter is urgent. See Standing Order 1.84.
- 1.43 Where authority is delegated to staff on financial matters this relates to operational responsibilities.
- 1.44 The Chief Executive is responsible to the Board for the implementation of policy and for the day to day running of all aspects of the organisation's activities. The Board, therefore, delegates authority to the Chief Executive to enable the discharge of responsibilities expeditiously, without necessarily referring to the Board. Office Bearers, who are elected Board Members appointed by Board, acting with senior staff, have authority to:
- Represent the Partnership on official business, consistent with agreed policies and procedures.
 - Implement agreed emergency procedures.
 - Take urgent decisions and/or action between meetings, in consultation with the Chief Executive.
 - Take decisions on specific issues between meetings that have been delegated to one or more office bearers by the Board.
- 1.45 The Chief Executive, in consultation with senior staff, has authority to:
- Ensure the effective implementation of strategies, policies and plans, including the updating of policies for legislative and regulatory changes.

- Represent the Partnership on official business, consistent with agreed policies and procedures.
- Carry out all necessary legal and financial duties to ensure compliance with statutory and regulatory requirements.

The Board has agreed specific delegations to manage routine business matters as defined in the Scheme of Delegation at Part 4.

- 1.46 The Schedule of Decisions Reserved to the Board will be reviewed at the last Board meeting prior to the AGM.

Functions of the Board

- 1.47 The Board is responsible for a range of functions which are consistent with and complementary to Rule 45 and the Code of Conduct for Board Members. The range of functions is as follows:

- a) The direction and control of the organisation;
- b) Ensuring the Board receives appropriate information and advice to carry out its duties;
- c) The risks and legal responsibilities arising from its control;
- d) Ensuring that the objectives of the organisation are in line with the Rules and are regularly reviewed;
- e) Ensuring there is a balance of skills, experience and diversity of equality on the Board, if necessary, by making use of Board appointments, co-options and casual vacancies; and
- f) Decision making related to the range of subjects listed in the "Schedule of Decisions Reserved to the Board".

- 1.48 The core responsibilities of the Board include ensuring that the organisation:

- a) Operates within the law;
- b) Operates according to its rules and procedures;
- c) Meets the standard laid down by the Scottish Federation of Housing Associations, The Scottish Housing Regulator and other regulatory bodies;
- d) Establishes business and financial objectives;
- e) Protects the assets of the organisation;
- f) Recognises its duty to tenants, applicants and other service users;
- g) Develops, operates and regularly reviews policies designed to achieve its objectives;
- h) Approves each year's budget, exercising financial management and managing responsibly both financial and non-financial risks;
- i) Oversees and exercises control over the organisation's work and services;
- j) Delegates authority to and monitors the work of Committees, Working Groups and staff;
- k) Is responsible for employing staff to carry out the work of the organisation and setting their terms and conditions;

- l) Ensures standards of performance are set by the organisation;
 - m) Monitors performance against objectives and performance standards;
 - n) Monitors the achievements of performance targets; and
 - o) Is assured that the information collected is used to amend targets, policies and/or procedures as necessary.
- 1.49 Board Members have a high level of responsibility, and every support will be given to them to enable them to meet the expectations placed upon them. This will include clear information, comprehensive reports with legal and financial implications where appropriate, policies and procedures and training and support as required.
- 1.50 The Secretary will assist the Board in discharging its specific responsibilities and shall ensure that adequate information is provided at the appropriate time to the Board to enable necessary decisions to be made and approvals given.

Office Bearers

- 1.51 In accordance with Rule 59.1, the Partnership shall have three officer bearers: the Chair, the Vice-Chair and the Secretary. The role of the Chair and the duties relating to this post are outlined in Appendix 1. In the Chair's absence the Vice-Chair will perform the same role and duties as the Chair.
- 1.52 The Chief Executive, in accordance with the job description of that post, shall undertake the duties of Company Secretary listed in Rule 59.3.
- 1.53 In the absence of the Chief Executive the duties of Company Secretary will be undertaken by the Director of Finance & Corporate Services.
- 1.54 The Board shall elect the Chair and Vice-Chair at a meeting held immediately after the AGM, and they will serve until the end of the next AGM.
- 1.55 Should the post of Chair or Vice-Chair become vacant during the year, the Board will elect a replacement office bearer who will serve for the remainder of that year until the next AGM.
- 1.56 A person may serve in the post of Chair for a maximum of five consecutive terms and then will not be eligible for election to that post for a period of one year.
- 1.57 A person may serve in the post of Vice-Chair for a maximum of five consecutive terms and will then not be eligible for election to that post for a period of one year.

CONDUCT OF/AT BOARD MEETINGS

Frequency

- 1.58 The Board will normally convene no less than six meetings of the Board in any one calendar year. Dates of meetings will be agreed at the first Board Meeting following the AGM.

- 1.59 Dates of meetings may be altered, by arrangement between the Chair and Secretary.

Notice of Meetings and Agendas

- 1.60 The Secretary shall ensure that each meeting of the Board and its Committees shall be called by written notice - posted, sent by email or through Board Management software, and that the agenda, minutes and reports relating to each meeting shall be made available to Board Members for downloading to Board Management software or their Tablet device at least eight days before the date of the meeting.
- 1.61 Public notice of the time and place of meetings of the Board shall be given at least seven clear days before the meeting or, if the meeting is convened at shorter notice, as soon as possible after it has been convened. Notices will be posted at all offices from which the Partnership operates, on the Partnership's website and social media platforms.
- 1.62 The proceedings at any meetings of the Board shall not be invalidated by reason of any failure of delivery of any notice, any vacancy in its membership, any defect in the appointment of any Member, or any informality or defect in the calling of the meeting.
- 1.63 The appropriate Chair should be provided with advance notice of Agenda items and any discussions regarding the Agenda should be with the relevant advisor to the Board or Committee. In the case of the Board this will be the Chief Executive.
- 1.64 Depending on prevailing circumstances, and during winter months, meetings may be convened remotely using the Partnership's video conferencing facilities. The Secretary shall take all reasonable steps to ensure that all Board Members are able to access and participate in the meeting if it is being held in this manner. If meetings are due to take place in person, Board Members should make every effort to attend. If there is a legitimate reason why attendance in person is not possible the Secretary shall also ensure a video conferencing option is available.

Attendance at Board Meetings

- 1.65 Board Members are expected to attend Board meetings. Where four meetings in a row are missed, the Board Member will automatically cease to be a Board Member unless before the start of the fourth meeting in a row:
- a) Special leave of absence has been requested, and granted in writing by the authority of the Chair; and
 - b) A copy of the written authorisation of special leave has been tabled at the Board meeting by the Secretary to enable the matter to be approved.

- 1.66 Special leave shall be granted only in very exceptional circumstances for reasons such as:
- a) Family illness or bereavement of a close relative or a funeral;
 - b) Serious illness;
 - c) Absence on Board business;
 - d) Working/Career development training; or
 - e) Public transport being unavailable as a result of bad weather or technical failure
- 1.67 Special leave will not be granted where:
- a) The Chair has reasonable doubt regarding the reasons given or the extent of those circumstances; and
 - b) The Member has attended fewer than half of the Board meetings in the previous two years.
- 1.68 If any Board Member is subject to court proceedings by the Partnership, they will automatically cease to be a Member of the Board.

Committee, Working Groups and Spokespersons

- 1.69 The Board will have the following Standing Committees:

Committee	Meeting Frequency	Membership
Audit & Risk	Min 4 times a year	6
Development & Finance	Min 2 times a year	6
Joint Consultative	Min 1 time a year	2

- 1.70 All Committees, with the exception of the Joint Consultative Committee, may appoint a Working Group as they deem necessary, subject to the remit and terms of reference being approved by the Board.
- 1.71 The Board may set up Working Groups and the terms of reference for the remit, operation and lifespan of the Working Groups are contained in Part 3 of the Standing Orders.
- 1.72 The Board will appoint a Spokesperson for each of the following areas who will serve in that role until the AGM.

a)	Development
b)	Tenant Liaison & Housing Management
c)	Repairs & Investment
d)	Finance

- 1.73 Where the Chair is unable to act as our Gàidhlig spokesperson the Board will appoint a Gàidhlig spokesperson to assist the Chief Executive respond to media enquiries.
- 1.74 The remit for the various Spokespersons is at Part 3 of the Standing Orders.

Hearing and Appeals Panels

- 1.75 The Board may establish hearing and appeals panels as required to hear, investigate and decide upon matters raised by breaches of the Code of Conduct of Board Members.
- 1.76 Where appropriate, the Board may delegate authority for agreeing the membership and remit of individual panels to the Chair or where the matter involves the Chair, to the Chief Executive or an appointed external consultant.
- 1.77 Following consideration of any competent matter referred to it, the Hearing/Appeals Panel will decide and report its actions to the Board. The Hearing/Appeals Panel is accountable to the Board whose decision is final.

Quorum for Board, Committees and Working Groups

- 1.78 For any meeting and for any item of business, a Member who is able to participate by telephone or videoconference or web link will be regarded as being present and will count towards the quorum.
- 1.79 Co-opted Members will not count for the purpose of determining a quorum.
- 1.80 Consistent with the terms of Rule 48, no item of business shall be transacted at a meeting of the Board unless at least **four** Board Members, who must represent at least two of the Board Member Categories, are present and entitled to vote on that item.
- 1.81 No item of business shall be transacted at a meeting of a Committee unless at least **three** Board Members are present and entitled to vote on that item, one of whom must be either a tenant or community Board Member. The exception to this is the Joint Consultative Committee and the quorum for that Committee is within its remit.
- 1.82 The quorum for Working Groups will be **three** Board Members.
- 1.83 If there are insufficient Members present to form a quorum within half an hour after the time appointed for the meeting to commence, no business will be transacted, and the meeting will be adjourned to a time and place agreed by the Secretary and the Members who turned up for the meeting.

Matters of Urgency Outwith Board Meetings

- 1.84 When, in the opinion of the Board Chair, a decision is urgently required which is reserved to the Board or a Committee, the Board Chair may make such decision on behalf of the Board as the Chair considers to be in the interest of the Board. When the decision relates to a matter delegated to a Committee, the Chair of that Committee shall be consulted before the decision is made. Any such decision and the reason why it was dealt with under this Standing Order shall be reported to the next meeting of the Board, homologated and minutes.

Minutes of Meetings

- 1.85 The Secretary will ensure that a draft of a Minute will be produced within seven working days of each meeting. The draft will be forwarded to the Chair (or the office bearer who chaired the meeting) for initial checking. The final draft of the minutes will be circulated to all Board Members with the agenda and papers of the following meeting.
- 1.86 Only Members who were present at a meeting may move or second a motion for the approval of the Minutes as an accurate record of the meeting's proceedings. After a Minute is approved, and any agreed amendments are made to it, the Chair of that meeting shall sign it. If no Members who were present at a meeting are available to approve the minute, e.g., following resignations or retirements, officers who were present at the meeting can confirm the Minute is an accurate record of the meeting's proceedings which will enable the Board to approve the minute.
- 1.87 To expedite business, the Chair of a Committee may present a report of recommendations from the Committee to the next meeting of the Board for approval, before the Committee has approved the Minute of the Committee. The Board on the motion by the Chair of the appropriate Committee, or in his absence, by any other Member of the Committee, may approve recommendations presented in a report from a Committee. If any matter in the report is challenged, the Board may resolve to withdraw the item so that it will be considered with the approved Minute at the next meeting, or if it is a matter of some urgency, proceed to determine the matter.
- 1.88 For consistency, and so that the reader can follow the Minutes, each set of Minutes of a meeting shall be drafted in conformity with a Corporate Standard for Minutes approved by the Board, and which is likely to be in the following order:
 - a) Minute Header and meeting details;
 - b) The names of Members present, participating staff and others in attendance, as well as any apologies received;
 - c) Any declaration of interests or conflicts of interest;
 - d) Number, narrative and decision relating to each agenda item including the approval of the minutes of the previous meeting
 - e) Major points raised in discussion
 - f) The names of those proposing and seconding any motion or amendments; and
 - g) the result of any vote, whether by show of hands or secret ballot.
- 1.89 Minutes may be adopted "*subject to*" the inclusion of an amendment to correct or clarify a point. Any amendment(s) required must be formally proposed, seconded and approved by a majority of Board Members present, prior to the formal adoption of the minutes.

- 1.90 The approved and signed Minutes of the Committees shall be submitted to the next meeting of the Board to note the activities of the Committee and to approve any recommendations submitted to the Board for decision.
- 1.91 The Secretary shall keep a register of the approved and signed Minutes of the Board and its Standing Committees as the definitive record of the Board's proceedings. Meetings will be recorded for the purposes of the Minute only and recordings and transcripts will be kept for a period of 1 year following the meeting.
- 1.92 A Board Member who was not present at a particular meeting of that Board, may request clarification of a point in the minutes at the following meeting, but may not re-open the discussion on any item where a decision was made at the previous meeting.
- 1.93 A Board Member who is not a Member of a particular Committee may request clarification of a point in the respective minutes but may not re-open the discussion on any item, except where the Committee has referred an item to the Board for consideration.

Disclosure of Interests

- 1.94 Board Members, Committees and Working Group Members will be required to disclose all actual or potential interests on an annual basis in accordance with the approved Code of Conduct and Entitlements, Payments and Benefits Policy.
- 1.95 Where a Board Member or staff Member has a direct or indirect financial interest in any contract or proposed contract or any other matter, which is to be considered, this should be disclosed to the meeting and they should leave the meeting before any discussion and will not be allowed to vote on that matter.
- 1.96 Any other interest (non-financial) which could influence judgement or be perceived that a Board Member or staff may be acting from personal motives (such as personal interest, kinship, friendship, membership of another organisation or other relationship should be disclosed and they should leave the meeting before any discussion or voting on that matter.
- 1.97 This requirement will be contained within the papers issued in advance of the meeting and highlighted as a standard agenda item at the start of all meetings of the Board, Committees and Working Groups.
- 1.98 In respect of any matters contained within the agenda and papers for consideration at the meeting, they will be required to declare this interest at the earliest possible opportunity.
- 1.99 Where an actual or potential interest has been declared, the Board Member will not receive any further papers or minutes in relation to the relevant item.

- 1.100 The Board Member will also be required to be excused from the meeting when the item is being considered and will take no part in any discussions in relation to the relevant item whether at a meeting or outwith the meeting.
- 1.101 Any exceptions to the above requirements would require the specific approval of the Board, subject always to the requirement to comply with the terms of our Rules.
- 1.102 Failure to comply with the disclosure of interest requirements may result in procedures being implemented to remove the Board Member from the Board or in relation to a staff Member, disciplinary action may be taken.
- 1.103 All declarations will be recorded in the minutes of the meeting together with the action taken. The declaration will also be recorded in the Register of Interests maintained by the Governance Officer.
- 1.104 Board Members who are also tenants of property owned or managed by HHP will not normally be considered to have a conflict of interest where the Board is dealing with matters of general policy unless, as a result of particular circumstances applicable to a Board Member, it can be reasonably considered that a conflict of interest arises for that Board Member.

Openness and Transparency

- 1.105 There will be a presumption that all proceedings, including agendas, reports, minutes and other documents for Board are non-confidential unless otherwise agreed.
- 1.106 Minutes, with any confidential items omitted, may be viewed on the Partnership's website.
- 1.107 At the time of setting the Agenda, the Company Secretary will make a decision on whether a report should be taken in private due to commercial sensitivity or maintaining confidentiality in line with UK GDPR requirements.
- 1.108 There may be occasions where after an Agenda has been agreed there is a need to take a report in private. The report will be marked "Private" and issued as such but before the Board or a Committee agrees to take an Agenda item in private, the Board or a Committee shall consider whether to approve a motion to exclude the public and press during consideration of the item in view of the confidential nature of the business to be transacted. The motion shall specify in general terms why the item is considered to be of a confidential nature, e.g. because it relates to a disciplinary matter, a person's personal circumstances, etc. The Board, Committee, etc. shall decide by majority when an item should be confidential. Further detail relating to this subject can be found in the Openness and Confidentiality Policy.
- 1.109 The Board and its Committees may similarly decide to exclude some or all staff from a meeting where personal or sensitive matters are to be discussed.

PROCEDURE AT BOARD MEETINGS

- 1.110 Except where the majority of Board Members present and voting on such matters decide otherwise at the start of the meeting:
- a) the business of the meeting shall proceed in the order it appears on the Agenda;
 - b) no business other than that contained in the Agenda shall be discussed; and
 - c) no item shall be withdrawn from the Agenda.
- 1.111 Since the main responsibilities of the Board relate to strategic and policy matters and performance monitoring, the order of business at Board meetings shall reflect this. A Corporate Standard for Board Agendas shall be approved by the Board with detailed specifications relating to agenda matters.

Motions and Amendments

- 1.112 Subject to the provisions of the following paragraph, any Member of the Board who wishes to have a particular matter discussed, may submit for consideration by the Board at any ordinary meeting a motion or resolution, by giving notice thereof in writing to the Secretary at least **fourteen days** prior to the date of the meeting at which it is intended to be submitted. The Secretary shall incorporate such notice in the agenda issued with the notification of the meeting and the Member will be entitled to speak to the motion and seek a seconder. The matter may be determined at the Board meeting or referred on to another meeting for further discussion.
- 1.113 A motion or resolution relating to any matter directly arising from Minutes or an Agenda may be moved without prior notice having been given. If, in the opinion of the Chair of the meeting, any motion or resolution so submitted does not arise directly from the Minutes or Agenda, the Chair may require the mover to give notice thereof.
- 1.114 If a motion, intimation of which is specified in the notice calling the meeting, is not moved by the Member, or by some other Member on his behalf, it shall, unless postponed by leave of the Board, be considered as withdrawn and shall not be moved without further notice.
- 1.115 The following shall apply to motions and amendments:
- a) Every amendment shall be relevant to the motion and may include a proposition that is the direct negative of the motion;
 - b) A motion or amendment moved but not seconded shall not be put to the meeting, but dissent may be recorded in terms of Standing Order 1.125.
 - c) No Member shall move or second:
 - i) An amendment if that Member has moved or seconded the motion;
 - ii) More than one amendment to a motion.

- d) If a motion or amendment is withdrawn, the mover and the seconder shall, prior to formal debate commencing, be able to move or second another motion or amendment;
 - e) There shall be no discussion on any motion or amendment except by the mover until such motion or amendment is seconded;
 - f) When a motion and two or more amendments have been proposed, the Chair of the meeting shall determine in what order the motion and amendments shall be put to the meeting; and
 - g) Any motion or amendment proposing either expenditure or a reduction in income shall identify the source of funding to meet the additional expenditure or income foregone, and an amendment failing to identify such source shall be incompetent
- 1.116 Subject to the right of reply of the mover of a motion or amendment, no Member shall speak more than once or for longer than five minutes, provided always that a Member may speak to a point of order or in explanation with the consent of the Chair of the meeting.
- 1.117 The movers of a motion and amendments in their right of reply in terms of Standing Order 1.115 (f) and (g), shall speak for no longer than five minutes and shall confine themselves strictly to summing up, answering points made by previous speakers but shall not introduce new material.
- 1.118 When a motion has been made and is under debate, no other motion shall be moved except a motion:
- a) To adjourn the meeting;
 - b) To suspend Standing Orders;
 - c) To exclude a Member or Officer from the meeting;
 - d) To exclude the press and public from the meeting;
 - e) To take the vote by ballot or roll call; or
 - f) That “the question be now put”.
- 1.119 At the close of any speech, any Member who is not the mover or seconder of the motion or of any amendment to that motion that is before the meeting and who has not spoken on the question before the meeting, may move that the “*question be now put*”. If this is seconded, the Chair of the meeting, if of the opinion that the matter has been fully discussed, shall without further debate and without speeches on the motion that the question be put, have a vote taken on that motion. If the motion is carried, the movers of the original motion and any amendments thereto shall have the right to reply in terms of Standing Order 1.117 and the question shall be put to the meeting.

Order of Debate

- 1.120 Every motion or amendment shall be moved and seconded, and shall, if required by the Chair of a meeting, be reduced to writing and read before being put to the meeting for approval or formal debate. No motion, to which an amendment has been moved, or amendment shall be altered or withdrawn without the consent of the mover and the seconder.

- 1.121 The order of debate shall be as follows:
- a) The mover of the motion;
 - b) The movers of amendments in the order moved;
 - c) The seconders of the motion';
 - d) The seconders of the amendments in the order moved;
 - e) Any other Member of the Board who has not spoken in the debate;
 - f) The movers of the amendments, in reply to points and to sum up, in the reverse of the order in which the amendments were moved; and
 - g) The mover of the motion in reply to points and to sum up
- 1.122 The mover of a motion and any mover of an amendment have the right of reply before a vote is taken but may not introduce any new matter after this stage. After the mover of the motion has exercised his right of reply, no other Member may speak on the question unless:
- a) To raise a point of order;
 - b) To adjourn the meeting;
 - c) To suspend the Standing Orders; or
 - d) To exclude a Member or Officer from the meeting.
- 1.123 Subject to the right of reply of the mover of a motion or amendment, no Member shall speak more than once or for longer than five minutes, provided always that a Member may speak to a point of order or in explanation with the consent of the Chair of the meeting.
- 1.124 The movers of a motion and amendments in their right of reply in terms of Standing Order 1.115 (f) shall speak for no longer than five minutes and shall confine themselves strictly to summing up, answering points made by previous speakers but shall not introduce new material.
- 1.125 The Chair shall decide when the resolution or motion is to be put to the vote after debate has concluded.

Entering Dissent

- 1.126 No reservation or qualification by any Member with respect to a particular resolution shall be recorded in the Minutes of meetings of the Board, except where a Member has proposed a motion or amendment which has not been seconded, and who has requested that their dissent be recorded from the resolution adopted, prior to the meeting commencing consideration of the next item on the agenda.

Voting/Decision

- 1.127 All acts of, and all questions coming and arising before the Board, shall be done and decided by a majority of the Members present and voting at that meeting of the Board. Majority agreement may be reached by a consensus without a formal vote. Where there is doubt, a formal vote shall be taken.

- 1.128 In the case of an equality of votes, the person presiding at the meeting, in addition to a deliberative vote, shall have a second or casting vote. Where the Chair chooses not to use his second or casting vote the matter shall be determined by lot.
- 1.129 Voting shall be taken by Members by a show of hands (or use of a digital voting function); or when the majority of Members present and entitled to vote so determines, by ballot.
- 1.130 Co-opted Members shall not be entitled to vote on matters affecting membership of the Partnership or on the election of Partnership office bearers.

Points of Order

- 1.131 Any Member may raise a point of order in the course of a meeting; all questions of order are decided by the Chair of the meeting. No other Board Member is permitted to speak to the point of order except with the Chair's permission.

Length of Meeting and Adjournment

- 1.132 Meetings will continue for no more than **two hours** beyond the stated starting time, unless at least two-thirds of the Members present and entitled to vote agree, on the expiry of that time, to continue the meeting.
- 1.133 If there is insufficient support to continue, the meeting will either:
- a) be closed formally, with the remaining business being added to the agenda for the next scheduled meeting (this option will be followed if there are no matters requiring a decision before the next scheduled meeting); **OR**
 - b) be adjourned to a time and place agreed at the meeting to complete the business if there are matters requiring a decision before the next scheduled meeting
- 1.134 An adjourned meeting will be regarded as a continuation of the original meeting. All decisions etc. will be recorded as having been made on the date of the additional meeting. No business will be dealt with at the additional meeting other than the matters not reached or left unfinished at the original meeting.
- 1.135 A motion for the adjournment of a meeting may be made at any time, shall have precedence over all other motions and shall be put to the meeting without amendment or discussion. Unless the time and place are specified in the motion for adjournment, the adjournment shall be until the day of and before the next ordinary meeting.

Officer Advisors at Board Meetings

- 1.136 The Chief Executive shall establish arrangements to ensure that the appropriate level of professional advice is available at all meetings of the Board, its Committees and Working Groups, having regard to the agenda of the particular meeting.

- 1.137 The Chair of a meeting may invite officers of the Board or external advisors to speak to an item of business.
- 1.138 The Chief Executive and Secretary shall attend all meetings of the Board and Standing Committees unless statute or the Constitutional Documents indicate otherwise.
- 1.139 The Chief Executive may, consistent with these Standing Orders, delegate such powers, responsibilities and authority to such Members of staff as she may from time to time determine.
- 1.140 The Chief Executive, in consultation with the Chair, is responsible for the interpretation of our policies and the Chief Executive is responsible for the implementation of our policies.

Policy Safeguards

- 1.141 A policy approved by the Board shall be binding for at least twelve months. This means that it will not be competent to move to change or modify an approved policy within that timescale, except where the Chair of the meeting rules that a "*material change of circumstances*" has occurred: which circumstances shall be specified in the Minutes.
- 1.142 Where a policy is changed or modified, it shall not affect or prejudice any action, proceedings or liability which may have been done or undertaken competently before the policy was amended.
- 1.143 Policies which have elements of safeguarding to protect vulnerable beneficiaries will be reviewed on an annual basis to ensure they are consistent with Office of the Scottish Charity Regulator (OSCR) guidance.

APPLICATION, VARIATION AND SUSPENSION OF STANDING ORDERS

- 1.144 It shall be the duty of any person who chairs meetings of the Board, Committees or Working Groups and the Secretary or a person nominated by the Secretary, to ensure that the Standing Orders are observed.
- 1.145 The Partnership acknowledges that there may be occasions where it is in the best interests of the Partnership to act in a way either not governed by these Standing Orders or to act in a way not in adherence to these Standing Orders. Generally, these circumstances will be exceptional and will involve a particular issue usually arising from an emergency or some other unexpected circumstance not in keeping with the normal course of the Partnership's business. Therefore, in order to permit an item of business to be considered at a meeting, the Board or Committee may, at the meeting, on a motion duly moved and seconded, suspend or dispense with any Standing Order to be specified in the motion if supported by a majority of the Members of the Board or Committee present and voting.

- 1.146 The motion to suspend must be clearly minute and the minute must contain details of the special circumstances giving rise to the Suspension, any conditions attaching and any time scales applying.
- 1.147 The Secretary may submit a written report to a meeting of the Board recommending a new Standing Order or an alteration of an existing Standing Order, which the Secretary considers to be required for the better conduct of the business of the Board.
- 1.148 The Standing Orders may be varied, revoked or added to at a meeting of the Board by a majority of Members present and voting provided that the agenda, for the meeting at which the proposal is to be considered, clearly states the extent of the proposed repeal, addition or amendment.
- 1.149 The Standing Orders shall be subject to an annual review prior to the AGM unless the Board agree to delay the review e.g. following a change to the Rules.

USE OF COMMON SEAL

- 1.150 The Secretary shall keep the Common Seal of the Partnership in a secure place, be responsible for its safe custody and ensure that it is only used when the Board so decides.
- 1.151 The Board authorises the use of the seal on the following documents:
- a) The Partnership's Share Certificates;
 - b) Documents relating to the sale of property to tenants provided that the sale and the sale price have been calculated in accordance with the Partnership's relevant policies and procedures and the details have been approved by the Secretary;
 - c) Any document for the disposal of any land or property falling within the definition given in the Housing Associations Act 1985, section 9, or any statutory modification or re-enactment of that legislation;
 - d) Any contract, except a contract of employment, with a value greater than £500,000; and
 - e) Any other class or type of deed, or individual deed specifically authorised by the Board
- 1.152 When the seal is used, the deed or document shall be signed by the Secretary and one Member of the Board duly authorised to subscribe the deed or document on the Partnership's behalf and recorded in the register as required by Rule 63.
- 1.153 Each use of the seal must be recorded in the relevant register.
- 1.154 In cases where it is necessary that a document is sealed, the Seal shall be affixed in the presence of the Secretary and one Board Member duly authorised in accordance with Rule 63.

WHISTLEBLOWING

- 1.155 The Partnership will maintain arrangements for Board Members, employees, contractors and others to raise concerns in confidence about suspected wrongdoing, including fraud, misconduct, breach of legal or regulatory obligations or risk to health & safety. Any concern raised in good faith shall be handled in accordance with the Partnership's Whistleblowing Policy and no person shall suffer detriment for doing so.

SUBSIDIARY COMPANY

- 1.156 The Partnership operates a subsidiary company:
- Dachaigh Property Solutions
- 1.157 It is agreed that these Standing Orders, and any variations approved by the Board, shall be the Standing Orders for all Members of the Group.
- 1.158 For the Subsidiary the following key documents are in place and have relevance to the governance arrangements within the Group.
- Memorandum and Articles of Association
 - Intergroup Agreements
 - Service Sharing Agreements
- 1.159 The preceding sections within these Standing Orders relating to the management of the Partnership's business shall be taken as also applying to the Partnership's subsidiary companies unless expressly excluded or amended by this section.

Role and Remit of the Boards

- 1.160 The subsidiary company Board is the governing body for its company. As the Partnership is the sole shareholder for the subsidiary, the Board Members are subject to appointment by the Partnership's Board of Management and serve at the Board's pleasure. The remit and responsibilities of the Board are set out in the Subsidiary's Memorandum and Articles of Association.
- 1.161 As a matter of policy, the Board has decided that the subsidiary company will not establish or operate sub Committees or delegate authority to any other Standing Committee.

Delegation to the Chief Executive and other Members of Staff

- 1.162 The Chief Executive of the Partnership is the Chief Executive of the overall Group. The Partnership's Chief Executive will act as the principal adviser to the subsidiary Board and may serve as a Board Member of the subsidiary company at the Partnership's Board's pleasure. The Chief Executive will be responsible and accountable to the Partnership Board and the subsidiary Board for the effective implementation by the staff teams of the subsidiary Board's decisions and policies.
- 1.163 The Chief Executive is authorised and empowered to manage the subsidiary company and to direct their operations. The Chief Executive is responsible and accountable to the subsidiary Board for the work of the subsidiary company staff team(s). The subsidiary company Board may delegate responsibilities to individual senior staff, but such staff are subject to line management by the Partnership's Chief Executive, acting as the Group Chief Executive.

Board Meetings and Codes of Conduct

- 1.164 The subsidiary company Boards will meet at least quarterly and more often as required. The quorum for meetings shall be as set out in the company's Memorandum and Articles. All other matters relating to the proceedings at meetings shall be as set out for the Partnership in these Standing Orders.
- 1.165 Alleged breaches of the Code of Conduct by subsidiary Board Members shall be investigated by the company Board as set out in the Partnership's Code of Conduct for Board Members.
- 1.166 Actions which are found to be in breach of the Code following investigation, as set out in these Standing Orders, shall be reported to the Partnership's Board of Management who may:
- Censure the Board Member
 - Remove the Member from the Board of the company
- 1.167 In all matters relating to the membership of the Board, the Board's decisions shall be final.



PART TWO

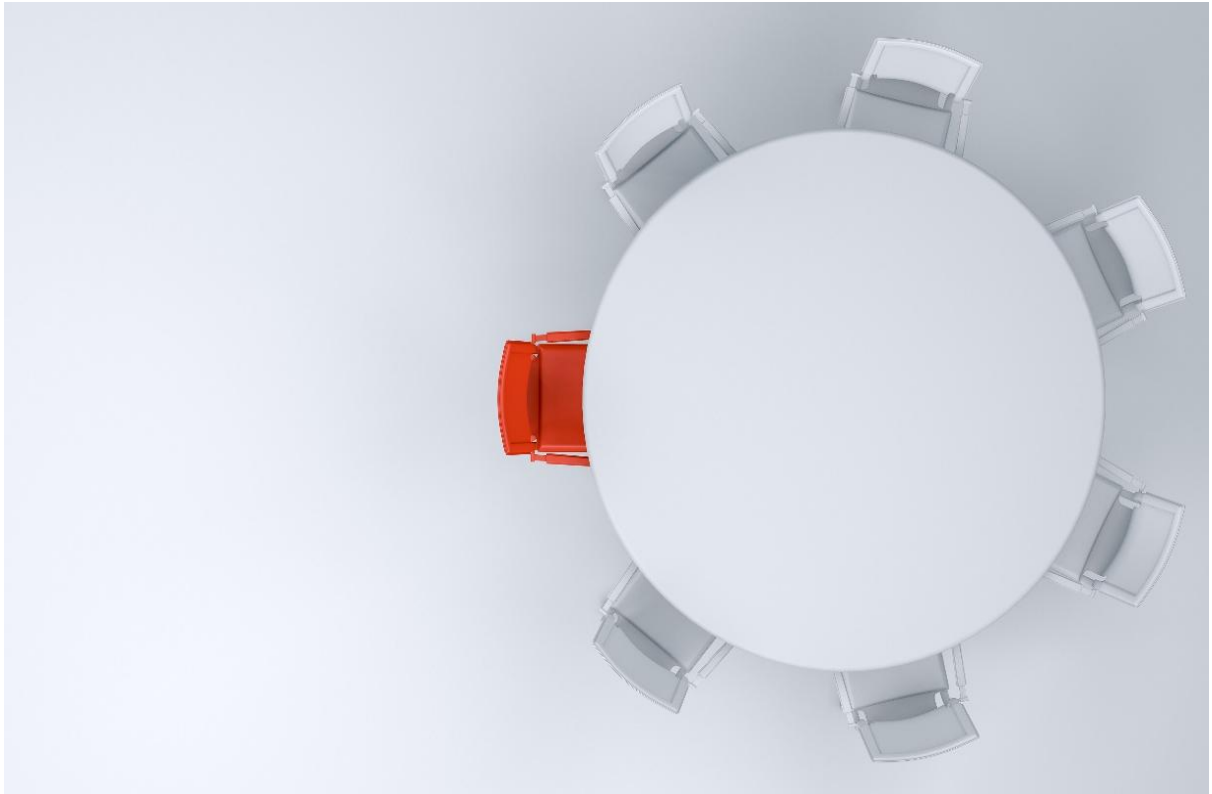
SCHEDULE OF DECISIONS RESERVED TO THE BOARD

PART 2-SCHEDULE OF DECISIONS RESERVED TO THE BOARD

This “Schedule of Decisions reserved to the Board” forms an integral part of the Standing Orders of the Hebridean Housing Partnership

- 2.1 Decisions relating to the following items of business shall be reserved for approval by the Board. Their inclusion on this list does not preclude any item of such business being referred to a Standing or other Committee of the Board for detailed consideration and recommendation before being presented to the Board for its formal decision:
- a) Approval and Amendment of Strategy, Business Plans and Budgets, including virements to or from a budget head to the value as defined in the Financial Regulations;
 - b) Approval and amendment of major updates to policies (other than amendments required by legislation or regulatory changes as per Standing Order 1.45);
 - c) Annual Rent Setting;
 - d) Corporate Governance or Constitutional documents including the:
 - i. Rules;
 - ii. Standing Orders;
 - iii. Schedule of Decisions Reserved to the Board;
 - iv. Scheme of Administration for Committees;
 - v. Scheme of Delegation of Administrative Matters to Officers;
 - vi. Financial Regulations; and
 - vii. Scheme of Delegation of Financial Matters to Officers.
 - e) All items of capital expenditure and disposal of assets with a value in excess of £50,000, except urgent items of capital expenditure where the time scale for a decision does not allow the matter to be considered by the Board. (Such exceptions shall be dealt with under delegated powers by the Chief Executive, but only with the prior agreement of the Chair of the Board);
 - f) Personnel policies for all staff, including arrangements for the appointment, remuneration, appraisal, disciplining and dismissal of staff;
 - g) Appointment of Chief Executive and Directors;
 - h) Arrangements for dealing with a serious complaint against the Chief Executive;
 - i) Financial and performance reporting arrangements, with compliance with published standards and other key performance indicators being reported to the Board;
 - j) Internal Audit appointments;
 - k) Treasury Management Policy;
 - l) Service Agreements and contracts with a value greater than £100,000;
 - m) Review of complaints and any reports from the Ombudsman in line with Ombudsman's requirements;

- n) Approval of the annual report and accounts;
- o) The creation and dissolving of Committees and the referral and delegation of business to them;
- p) The annual review of the "Schedule of Decisions Reserved to the Board"; and
- q) Review of Board's performance and skills and individual experience of Board Members.



PART THREE

SCHEME OF ADMINISTRATION FOR COMMITTEES

PART 3 - SCHEME OF ADMINISTRATION FOR COMMITTEES

3.1 The Scheme of Administration shall regulate:

- a) The terms of reference, constitution and membership of the Committees, Community Liaison Groups, Working Groups and spokespersons etc. of the Partnership;
- b) The reference of the functions of the Board to Committees, Community Liaison Groups and Working Groups, etc. for consideration, report and recommendation as appropriate;
- c) The delegation to Committees to exercise functions of the Board; and
- d) Such other administrative matters relating to Committees, Community Liaison Groups, Working Groups and Spokespersons, etc. as the Board may determine

3.2 Appointments as Spokespersons and to Committees and Working Groups will be made at the first Board meeting immediately following the AGM each year.

COMMITTEES, COMMUNITY LIAISON GROUPS & WORKING GROUPS

Committees

3.3 The Board shall have the following Standing Committees:

Committee	Meeting Frequency	Membership
Audit & Risk	Min 4 times a year	6
Development & Finance	Min 2 times a year	6
Joint Consultative	Min 1 time a year	2

3.4 The Board shall determine the terms of reference, objectives, constitution, quorum and what matters shall be referred and delegated to the Standing or other committees. No Committee or Working Group shall be established until their Terms of Reference are approved by the Board.

3.5 Notwithstanding that a matter has been delegated to it, a Committee may direct that, before action is taken; its recommendation shall be submitted to the Board for approval.

3.6 Where Board Members (including the Chair) are not Members of a Committee, subject to the terms of the Constitutional Documents, they shall have the right to attend and speak but not to be involved in motions, amendments or voting at such committees.

3.7 Any Committee may, with the prior approval of the Board, appoint such work group with such terms of reference, constitution, quorum and what matters shall be referred and delegated to the work group, as it deems necessary.

3.8 Committees may comprise Members of the Board and any other person who may be co-opted to serve on a Committee within the terms of their remit.

Where functions are being carried out by a Committee, their Members including those who are co-opted, are acting on behalf of the Board.

- 3.9 Subject to any statutory provision, regulation, or Direction by a Scottish Minister:
- a) Each Committee shall give effect to any instructions of the Board, and for these purposes, an instruction shall be taken to include a decision taken by the Board against the instructions of the Committee;
 - b) The Board may deal with any matter included in the reference or delegation to a Committee although no report from such a Committee is before it; and
 - c) The Board may vary, add or restrict any reference or delegation to any Committee.
- 3.10 The Terms of Reference approved by the Board for Committees and shall be subject to an annual review to be completed before the AGM.
- 3.11 At their last meeting before the AGM, the Standing Committees shall consider how they have discharged their obligations having regard to their approved Terms of Reference and recommend to the Board:
- a) How such discharge of obligations can be improved; and
 - b) How the Terms of Reference can be amended

Community Liaison Groups

- 3.12 If requested by local communities, we will arrange to have Community Liaison Groups set up in Stornoway, Rural Lewis, Harris, The Uists and Barra.
- 3.13 Community Liaison Groups will be informal meetings open to all tenants and members of the public. The Community Liaison Groups will operate within terms of their remit.
- 3.14 Notes of meetings will be taken and after approval by the Community Liaison Group will be made available on the Partnership's website. Any personally sensitive information will be excluded from the public note of the meeting.

Working Groups

- 3.15 Working Groups will be set up by the Board as required for specific tasks. The Board will approve the remit and the membership of the Working Group.
- 3.16 Minutes of meetings of the Working Groups will be made available to the Board through the Board Information Bulletin. Minutes of Working Groups will not be published on the website.

APPOINTMENT OF MEMBERS

- 3.17 On the first meeting after the AGM, the Board shall make appointments to the Standing Committees, taking into account, as far as possible, Members' wishes, ascertained by the Secretary at least seven days before the meeting. Appointees shall hold office until the AGM following their appointment, providing they remain Members of the Board. Co-opted Members shall also hold office until the AGM following their appointment.

- 3.18 Casual vacancies in the Committees shall be filled by the Board as soon as practicable following the occurrence of the vacancy. However, for good reasons, the Board may decide that a vacancy shall remain unfilled.

APPOINTMENT OF CHAIR

- 3.19 Except as provided in Statute or in the Constitutional Documents:
- a) The Chair of a Standing or other Committee shall be appointed by the relevant Committee; and
 - b) The Chair of a Working Group should be the Chief Executive or other Head of Service.
- 3.20 In the absence of the Chair, or if the Chair is vacated, the Committee shall elect from its Members, a replacement Chair for the whole or part of the meeting.
- 3.21 The term of office of the Chair of any Committee shall be until the AGM following their appointment, providing they remain Members of the Board.

QUORUM

- 3.22 Unless otherwise determined by the Board, no item of business shall be transacted at a meeting of the Standing Committee unless at least **three** Board Members are present and entitled to vote on that item, one of whom must be either a tenant or community Board Member. Co-opted Members shall not count towards a quorum.
- 3.23 The quorum for the Joint Consultative Committee is 2 members from each side: Employers and the Union.
- 3.24 The quorum for Working Groups will be three Board Members and Co-opted Members will count towards the quorum.

DELEGATION TO WORKING GROUPS AND HEADS OF SERVICE

- 3.25 Subject to statute and to the "Schedule of Decisions Reserved to the Board", a Committee may delegate authority to a Working Group or to a Head of Service to discharge any function which is delegated to that Committee. The Secretary in consultation with the Chair of the Standing Committee is authorised, where the Secretary deems it to be appropriate for the effective administration of the Board's business to refer a matter otherwise delegated or referred to a Working Group directly to the relevant parent Committee.

REFERRED FUNCTION

- 3.26 Subject to any statutory provision, regulation or Direction by a Scottish Minister, and subject also to the provision of the Board's Constitutional Documents, the Board may refer a matter to the Standing Committees for consideration but not delegate powers to that Committee to enable it to reach a decision. In such cases, the Committee shall make a recommendation to the Board which shall require to be approved by the Board.

DELEGATED FUNCTIONS

- 3.27 Subject to any statutory provision, regulation or Direction by a Scottish Minister, and subject also to the provisions of the Board's Constitutional Documents, where any function of the Board is delegated to a Committee or officer, the Committee or officer shall have the power to exercise the function in like manner in all respects as the Board could have exercised it had there been no delegation. However, it shall be competent for such committee or officer, in relation to any matter, instead of making a decision thereon, to make a recommendation thereon to the Board or Committee. In which event, the matter shall be decided by the Board or Committee after consideration of the officer's, or Committee's recommendation.
- 3.28 Where a Head of Service is unable to make a decision under delegated powers due to the terms of a safeguard listed in Standing Order 4.7 of the Scheme of Delegation, the matter shall be determined instead by the appropriate Committee.

CONDITIONAL DELEGATION

- 3.29 With the exception of those functions listed in the "Scheme of Decisions Reserved to the Board", a Standing Committee may determine matters on behalf of the Board under delegated powers where:
- a) By reason of urgency there is insufficient time for the matter to be referred in accordance with the Scheme of Administration to the Board, which reasons shall be specified in the Minute of the Meeting concerned; and
 - b) Where a motion to approve a recommendation to bind the Board to a particular course of action is approved unanimously by the Committee; and provided always that:
 - i) The matter is not contentious; and
 - ii) No breach of a major policy position of the Board would result from the decision.
- 3.30 This may apply to any referred function of the Standing Committee which is not specifically reserved to the Board for example:
- a) Implementing urgent Health and Safety action; or
 - b) Implementing urgent action recommended by an auditor
- 3.31 Staff and external advisers shall attend Committee to present reports and otherwise advise and assist the Committee. Such persons shall leave the meeting if they have a conflict of interest or if they are asked to do so by the Chair, whom failing, the Vice-Chair or other person presiding at a meeting.

REPORTING TO THE BOARD

- 3.32 After a meeting of the Committee has approved the Minutes of the previous meeting as a correct record of proceedings, an approved copy of those Minutes shall be presented to the next ordinary meeting of the Board in accordance with Standing Order 1.86.

- 3.33 If there is a need to expedite business arising from a recommendation of the Committee, the Chair, or in his absence, a Member of the Committee, may present a report of such recommendations from the Committee to the next meeting of the Board for approval, notwithstanding that the minute of the Committee relating to such recommendations has not been approved by the Committee.

VARIATION OF SCHEME OF ADMINISTRATION

- 3.34 Notwithstanding the above, the Scheme of Administration for Committees may be amended or added to at a meeting of the Board by a majority of Members present and voting provided that the agenda, for the meeting at which the proposal is to be considered, clearly states the extent of the proposed repeal, addition or amendment.

AUDIT & RISK COMMITTEE-TERMS OF REFERENCE

OBJECTIVES

The main objectives are to ensure that:

- Effective internal controls operate to ensure the Partnership complies with relevant laws, regulations and external reporting requirements
- The system of controls, financial and otherwise, promotes effective and efficient operations
- There is an independent review of internal and external audit activity

CONSTITUTION

- 1.1 The Committee shall be appointed by the Board and shall comprise six Board Members, one of whom must be either a tenant or community Board Member. At least one member of the Committee must have relevant financial or audit experience.
- 1.2 If additional expertise or experience is required by the Committee at any time, one additional person may be co-opted to the Committee.
- 1.3 The Chair of the Board is excluded from membership of the Committee.

FREQUENCY

- 2.1 The Committee shall meet at least quarterly on such dates and times as the Committee determines, having regard to the annual timetable of meetings set by the Board.
- 2.2 The Secretary, in consultation with the Committee Chair, may convene an additional meeting at any time if the Secretary or the External or Internal Auditor considers that such a meeting is necessary.

REFERRED FUNCTIONS

- 3.1 The Committee shall consider the following functions on behalf of the Board and report thereon to the Board for its consideration or decision:

Function	Detail
Internal Control and Corporate Governance	a) Monitoring and reviewing policies and procedures relating to the Board's system of internal control, risk evaluation and corporate governance b) Evaluating the control environment c) Evaluating the decision-making processes d) Making arrangements to identify, review, evaluate and manage risks e) Considering quarterly presentation on the evaluation of key business risks f) Undertaking an annual review of control effectiveness

Function	Detail
Internal Audit	g) To ensure that the Partnership has appropriate internal audit arrangements h) Holding quarterly reviews of the operational effectiveness of the internal audit service by considering performance measures such as audit report completion times, significant recommendations implemented; customer satisfaction surveys, customer requests for assistance, staff turnover, cost of non-productive time, performance against strategic and annual plans i) Identifying and initiating Value for Money studies j) Overseeing and reviewing action taken by the Chief Executive on Internal Audit recommendations and Value for Money reports k) Reviewing and monitoring the Internal Audit Strategy and Plan, particularly by considering quarterly progress reports and comparing activity against the audit plan l) Considering briefings from internal audit on new legislation
External Audit	m) Reviewing and monitoring the External Audit strategy and plan; particularly by considering progress reports and comparing activity against the audit plan n) Overseeing and reviewing action taken by the Director of Finance & Corporate Services on External Audit recommendations and Value for Money reports o) Reviewing the External Audit management letters, in particular any relating to the certification of the Board's accounts p) Advising regarding the appointment and terms of the External Auditor
Constitutional Documents	q) Monitoring and reviewing the Rules, Standing Orders and Financial Regulations r) Monitoring and reviewing the Scheme of Delegation and the Scheme of Administration s) Monitoring and reviewing the Schedule of Decisions reserved to the Board t) Examining the circumstances on each occasion when the Standing Orders are waived
Annual Accounts	u) Reviewing schedules of losses and compensations v) Approving changes in accounting policies w) Considering annual accounts reports with a view to recommending the approval of the Annual Accounts to the Board

Function	Detail
General	x) In the light of the annual report on the adequate and effectiveness of internal controls obtained from Internal Audit, evaluating the whole internal control environment and providing the Board with an annual statement which addresses business, operational, financial and compliance risks y) Review annually the level of suspected and detected fraud and corruption within the Partnership, and arrangements for prevention and detection; and z) Reviewing Accounts Commission and Audit Scotland reports and recommending any necessary action within the Board in response to such reports

DEVELOPMENT AND FINANCE COMMITTEE-TERMS OF REFERENCE

OBJECTIVES

The main objectives are to ensure that Financial and Development matters are examined in detail and in accordance with policy and to enable swift responses where time is of the essence

CONSTITUTION

- 1.1 The Committee shall be appointed by the Board and shall comprise six Board Members, one of whom must be either a tenant or community Board Member. At least one member of the Committee must have relevant financial experience.
- 1.2 If additional expertise or experience is required by the Committee at any time, one additional person may be co-opted to the Committee.

FREQUENCY

- 2.1 The Committee shall meet at least twice a year or on such dates and times as the Committee determines, having regard to the annual timetable of meetings set by the Board.
- 2.2 The Secretary, in consultation with the Committee Chair, may convene an additional meeting at any time if the Secretary considers that such a meeting is necessary.

REFERRED FUNCTIONS

- 3.1 The Committee shall consider the following functions on behalf of the Board and report thereon to the Board for its consideration or decision:

Function	Detail
Finance	a) To review the Budget Strategy and rent setting process, including consultation with tenants b) To review Draft Financial Statements and in particular how the partnership had performed against agreed goals and budgets c) To stress test the long term and short-term financial plans which support the Business Plan d) To contribute to and review the Value for Money Strategy (VFM) e) To consider any additional matters requested by the Board in respect of finance f) To give views based on achieving the best financial services for tenants in accordance with the requirements of the Partnership

Development	g) Consider potential sites for acquisition h) Assess and review project and site plans i) Review HHP's 5-year Development Plan and all project Financial Appraisals and make recommendations to the Board j) Represent the Partnership at opening of developments k) Consider in depth any issues that might arise whilst developments are underway l) Prepare responses for consultation relating to local and national development issues m) Consider any additional matters requested by the Board in respect of the Partnership's development service
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JOINT CONSULTATIVE COMMITTEE-TERMS OF REFERENCE

OBJECTIVES

To establish a workable and effective arrangement for good industrial relations, for the avoidance of any misunderstanding and for the promotion of joint participation in all matters of common interest and concern on a genuine consultative and negotiating basis at Organisation level, as outlined in Clauses 7.3 and 7.4 of the Recognition and Procedural Agreement

CONSTITUTION

- 1.1 There shall be an employer's side and a Union side.
- 1.2 The employer's side shall consist of 3 persons nominated by the Board; at least 2 of whom shall be members of the Board.
- 1.3 The Union side shall consist of 3 representatives of the Union who shall be members of staff and elected by the UNISON membership within the Organisation.
- 1.4 Each side shall confirm the names of its representatives on an annual basis and inform the other immediately of any changes in the interim period.
- 1.5 Each side shall make every effort to send its confirmed representatives to each meeting, but substitution will be permitted on both sides where it cannot be avoided.
- 1.6 Staff and management will be entitled to have advisors in attendance who will have speaking rights. Except in the case of special meetings each side shall give a minimum of seven days' notice to the other side of its intention to invite such advisors to the meeting.

COMMITTEE CHAIR

- 2.1 The Chairperson for each meeting of the JCC shall be nominated alternately by the Union side and the Management side, or as otherwise agreed in writing by both sides.
- 2.2 The two sides shall jointly appoint a secretary who will be responsible for convening meetings, preparing agenda in consultation with both sides, and taking and circulating minutes. Minutes shall be subject to the agreement of the Committee and will be signed by the Chairperson of the meeting at which they are agreed.

FREQUENCY

- 3.1 Meetings of the JCC shall be every 6 months with a prepared agenda which shall be issued fourteen days before each meeting. The agenda shall provide for any other business of an urgent nature to be discussed.

- 3.2 Special meetings may be called by either the Union or the Board. Such meetings must be convened within fourteen days, unless the side requesting the meeting agrees otherwise, but always within twenty-eight days.

STATUS OF RESOLUTIONS

- 4.1 Resolutions of the JCC shall not be binding on either side but shall be recommendations only to the respective parties (the Board and the Union) whose ratification shall be required before an agreement is deemed to be reached.

COMMUNICATIONS

- 5.1 Members on both sides shall be afforded reasonable facilities to visit and communicate with all offices and staff of the Partnership.

COMMUNITY LIAISON GROUPS-TERMS OF REFERENCE

OBJECTIVES

To ensure that suitable arrangements are in place in each defined area, so that there is satisfactory consultation and feedback taken from each area before important decisions are taken by the Board which affect the defined area

CONSTITUTION

- 1.1 The Community Liaison Groups will be made up of tenants, members of the Partnership and residents who reside in the defined area. Board members and council representatives who reside in the area may also be part of the Group.
- 1.2 A quorum of 3 members is required for any business to be transacted at a meeting.
- 1.3 The most senior officer present from HHP will act as the Chairperson.
- 1.4 A note of the meeting will be taken which will record the key actions agreed at the meeting together with a note of all those present. A note of the meeting will be issued to Board Members following the meeting to enable any necessary action to be taken as soon as possible.
- 1.5 The Group will meet on a frequency determined by the group with a minimum of one and a maximum of four meetings a year.
- 1.6 Where an area would prefer to make use of a Community Council rather than set up another group, views from the Community Council on housing matters can be submitted and reviewed by the Board in the same way as Community Liaison Group minutes.

PERSONNEL WORKING GROUP REMIT & TERMS OF REFERENCE

REMIT

- 1.1 The Personnel Working Group's Remit is:
- To recommend to the Board how the Annual Pay Award will be carried out
 - To consider recommendations from the Chief Executive for the Annual Pay Review for all staff with the exception of the Chief Executive
 - To recommend to the Board an Annual Pay Award for the Chief Executive on condition the % awarded does not exceed the % offered and accepted by the staff
 - To review on a regular basis the grading and salary framework to enable a robust review of the grading of all approved posts and recommend any changes to the Board
 - To manage the grading appeals mechanism to deal with grading appeals
 - To review when consultancy support is required and to select appropriate consultants within approved budgets
 - To review the effectiveness of appraisal systems
 - To review the annual plan for reviewing employee related policies
 - To review the Workforce Plan

CONSTITUTION

- 2.1 The Personnel Working Group is made up of five Board Members appointed by the Board. To provide continuity and build up skills, the Board Members will serve for up to three years from appointment. Where vacancies occur, new members will be appointed after the AGM or at the next Board Meeting if necessary.
- 2.2 The Chief Executive will provide advice to the Working Group except where external expertise and knowledge is required, or a decision is required on the remuneration or terms and conditions of the Chief Executive.
- 2.3 Action Points will be agreed at the end of each meeting and held as a record of what was agreed at the meeting. The Action Points will be tabled at the Board Meeting following the Working Group meeting.
- 2.4 At the first meeting of the Working Group after the AGM a Chair of the Working Group will be appointed.
- 2.5 The meetings cannot proceed unless three Board Members are present.
- 2.6 Agenda and papers for Working Groups will be prepared at least three working days prior to the meeting.

FREQUENCY OF MEETINGS

- 3.1 There will be a minimum of one meeting a year.
- 3.2 There may be a requirement to meet more frequently if the grading and salary framework is being reviewed but these meetings will be agreed at least a month in advance.

OPERATIONS WORKING GROUP REMIT & TERMS OF REFERENCE

1.1 The Operations Working Group will deal with Housing Management, Asset Management, Repairs and Tenant Liaison matters which require insight and input from Board Members ahead of taking a policy or strategy to the Board for consideration.

1.2 The Remit includes:

Asset Management & Repairs

- Contribute to and review the Asset Management Strategy
- Contribute to and review the Affordable Warmth Strategy and matters pertaining to fuel poverty
- review updates to the Investment Programme prior to Board approval being requested
- consider the Procurement Framework & procurement matters pertaining to investment work prior to Board approval being requested;
- consider and review any major updates to the Repairs & Maintenance Policy, Asbestos Policy, Estate Management Policy and Gas Safety Management Policy;
- review the Grounds Maintenance & Garden Assistance Scheme prior to Board approval being requested;
- monitor progress against Scottish Housing Quality Standard (SHQS) and the Energy Efficiency Standard for Social Housing (EESH);
- consider any additional matters requested by the Board in respect of investment in the Partnership's housing stock; and
- feed back to the Board in respect of achieving the best asset management service for tenants and the Partnership alike

Housing Management

- To review legislation in relation to housing management and implement the requirements and recommendations of, for example, the Housing Scotland Act 2014;
- To oversee the review of the Allocations Policy, to include any consultation required;
- To investigate and consider how the Partnership might address difficult to let properties;
- To liaise with the Tenant Participation Officer where required;
- To consider rent structure along with the Development & Finance Committee;
- To consider any additional matters requested by the Board in respect of the management of the Partnership's housing service; and
- To give views based on achieving the best housing management service for tenants and the Partnership alike

Community Grants Policy

The Operations Working Group will approve grant requests made under the Community Grants Policy.

MEMBERSHIP

- 2.1 The Operations Working Group is made up of six Board Members appointed by Board, the Chief Executive, and the Director of Operations. Other officers, including the Area Managers, Service Development Manager, the Investment Manager or the Assets and Contracts Manager will attend where their skill and expertise is required. To provide continuity and build up skills the Board Members will serve for up to three years from appointment. Where vacancies occur, new members will be appointed at the next Board meeting.
- 2.2 The Director of Operations will chair the Working Group and, in their absence, the Chief Executive will act as Chair.
- 2.3 Action points will be agreed at the end of each meeting and a minute will be drawn up and held as a record of what was discussed and agreed at the meeting.
- 2.4 Working Group meetings cannot proceed unless three Board Members are present.
- 2.5 Agenda will be agreed with the Company Secretary at least 7 days before the meeting and papers for Working Groups will be issued at least three working days prior to the meeting.

FREQUENCY OF MEETINGS

- 3.1 The Working Group will meet a minimum of twice a year or more frequently if there is a requirement.

TENANT BOARD PANEL REMIT & TERMS OF REFERENCE

- 1.1 The Tenant Board Panel will deal with tenant related matters which require insight and input from tenants ahead of taking a policy or strategy to the Board for consideration.
- 1.2 The Tenant Board Panel will act independently to form an effective working partnership with the HHP Board to increase tenant involvement and influence decision making.
- 1.3 The remit includes:
 - Review the Board plan for the year and agree which items should be discussed at the Panel meetings.
 - Consider subjects that will be coming before Board and provide a tenant representative view.
 - Record and evidence the impact of the Tenant Board Panel by demonstrating changes.

MEMBERSHIP

- 2.1 Membership of the panel is open to all tenants up to a maximum of 12. The meeting will be chaired by a tenant representative and administrative support will be provided by the Tenant Engagement Officer. Initial places will be allocated in a way to represent the four island areas and then offered on a first come first served basis. Where there are more than 12 tenants wishing to take part then time on the panel may be limited to 12 months before the position is reviewed.
- 2.2 A short form will be completed with interested tenants beforehand to capture tenant information.

FREQUENCY OF MEETINGS

- 3.1 Meetings will be held approximately 28 days before each Board meeting and will be programmed for the calendar year. They will be only cancelled when necessary.
- 3.2 The timings of meetings will be scheduled based on tenants' availability as indicated in the initial sign up form.

LOCATION

- 4.1 The meetings will take place in the HHP Board Room, Stornoway with a Teams link for tenants that are unable to make it in person. HHP staff will be available in the Balivanich Office for tenants who are unable access Teams at home.
- 4.2 Any reasonable expenses occurred attending the panel will be reimbursed.

AGENDAS & REPORTS

- 5.1 An Agenda will be prepared by the Tenant Engagement Officer in agreement with the Chair.
- 5.2 Where applicable, information will be provided in advance to tenants to allow preparation. Confidential information will be flagged as such and shared securely.

ACTIONS/DECISIONS

- 6.1 Actions and decisions will be recorded rather than detailed minutes. The action plan should be shared, where possible, within a week of the meeting. Each action plan will detail the level of confidentiality required, particularly where sensitive subjects have been discussed.

Feedback

- 7.1 Feedback to the Board will be collected in an action plan verbally delivered to the Board by the Tenant Engagement Officer to ensure that all opinions are captured and can be considered by the Board.
- 7.2 The Board will review the feedback provided by the Tenant Panel and use it to inform their discussions and decisions.
- 7.3 After Board meetings, a short summary will be shared with the Tenant Panel to show how their feedback is helping shape the Board's decisions.

SPOKESPERSON

REMIT AND TERMS OF REFERENCE

In addition to the roles, tasks and responsibilities expected of HHP Board Members, the following is expected of Spokespersons:

Development

- To speak on behalf of the Board in matters pertaining to Development;
- To promote an understanding and recognition of issues that are important to HHP's Development Programme;
- To be familiar with the Partnership's policies and procedures regarding Development;
- To develop their wider skills and knowledge with particular regard to this service area in order to better represent the Partnership and its customers alike;
- To keep up to date with national issues and risks that are likely to affect HHP's Development Programme;
- To give views based on achieving the best Development service for tenants and the Partnership alike;
- To regularly engage with and seek feedback from officers and others charged with delivering Development services to HHP;
- To represent HHP on relevant partnerships and external bodies as required; and
- To maintain the highest standards of conduct to ensure public confidence in HHP.

Tenant Liaison & Housing Management

- To speak on behalf of the Board in matters pertaining to Tenant Liaison and Housing Management;
- To be familiar with the Partnership's policies and procedures regarding Tenant Liaison and Housing Management;
- To develop wider skills and knowledge with particular regard to this service area in order to better represent the Partnership and its customers alike;
- To keep up-to-date with national issues and risks that are likely to affect HHP's tenants;
- To give views based on achieving the best housing management service for tenants and the Partnership alike;
- To promote an understanding and recognition of issues that are important to HHP's tenants;
- To regularly engage with and seek feedback from tenants regarding any housing management concerns they might have;
- To regularly engage with and seek feedback from officers and others charged with delivering Housing Management services to HHP;
- To represent HHP on relevant partnerships and external bodies as required; and

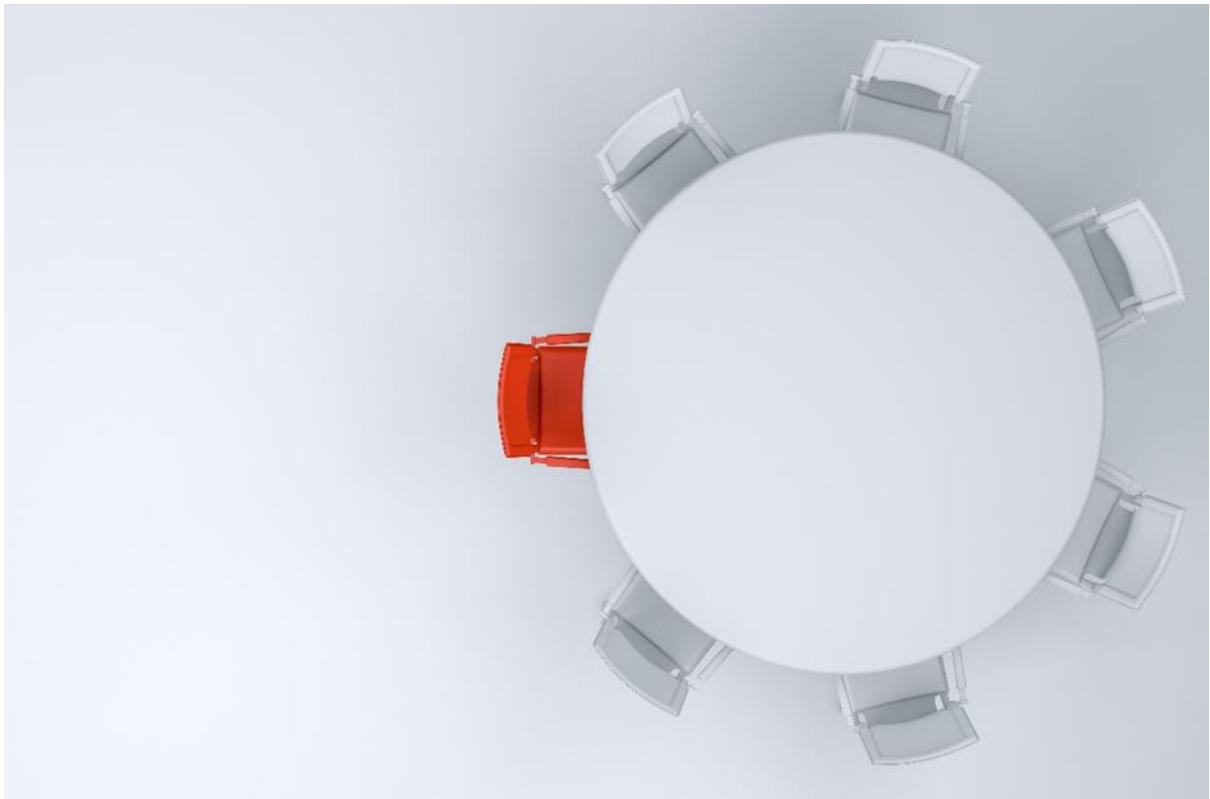
- To maintain the highest standards of conduct to ensure public confidence in HHP.

Repairs & Investment

- To speak on behalf of the Board in matters pertaining to Repairs and Investment;
- To be familiar with the Partnership's policies and procedures regarding Repairs & Investment;
- To develop wider skills and knowledge with particular regard to this service area in order to better represent the Partnership and its customers alike;
- To keep up to date with national issues and risks that are likely to affect HHP's Repairs and Investment Programme;
- To give views based on achieving the best repairs service for tenants in accordance with the resources available to the Partnership;
- To promote an understanding and recognition of issues that are important to HHP's tenants when planning Repairs and Investment works;
- To regularly engage with and seek feedback from officers and others charged with delivering Repairs and Investment services to HHP;
- To represent HHP on relevant partnerships and external bodies as required; and
- To maintain the highest standards of conduct to ensure public confidence in HHP.

Finance

- To speak on behalf of the Board in matters pertaining to Finance;
- To be familiar with the Partnership's policies and procedures regarding Finance;
- To develop wider skills and knowledge with particular regard to this service area in order to better represent the Partnership and its customers alike;
- To keep up-to-date with national issues and risks that are likely to affect HHP's financial resources;
- To give views based on achieving the best financial services for tenants in accordance with the requirements of the Partnership;
- To promote an understanding and recognition of issues that are important to HHP's tenants when allocating resources;
- To regularly engage with and seek feedback from officers and others charged with delivering financial services to HHP;
- To represent HHP on relevant partnerships and external bodies as required; and
- To maintain the highest standards of conduct to ensure public confidence in HHP.



PART FOUR

SCHEME OF DELEGATION TO OFFICERS

SCHEME OF DELEGATION

- 4.1 Hebridean Housing Partnership has a range of responsibilities, which require to be discharged by the Partnership's Board unless the Board specifically delegates them to a Committee or Officer.
- 4.2 The Chief Executive is responsible to the Board for the implementation of policy and for the day to day running of all aspects of the organisation's activities. The Board, therefore, delegates authority to the Chief Executive to enable the discharge of responsibilities expeditiously, without necessarily referring to the Board. Office Bearers, who are elected Board Members appointed by Board, acting with senior staff, have authority to:
- Represent the Partnership on official business, consistent with agreed policies and procedures.
 - Implement agreed emergency procedures.
 - Take urgent decisions and/or action between meetings, in consultation with the Chief Executive.
 - Take decisions on specific issues between meetings that have been delegated to one or more office bearers by the Board.
- 4.3 The Chief Executive, in consultation with senior staff, has authority to:
- Ensure the effective implementation of strategies, policies and plans.
 - Represent the Partnership on official business, consistent with agreed policies and procedures.
 - Carry out all necessary legal and financial duties to ensure compliance with statutory and regulatory requirements

GENERAL

- 4.4 "Heads of Service" shall mean the Chief Executive, any Director or Head of Service, on the understanding that Heads of Service may further delegate to other officers within their service. Such further delegation shall be written and agreed with the Secretary who will maintain a register of such delegation and review it annually.
- 4.5 Any reference in this scheme to procedures or action under previous legislation shall be taken to include references to similar, like or equivalent procedures and action under subsequent legislation.
- 4.6 This "*Scheme of Delegation for Officers*" forms an integral part of the Board's Standing Orders.

SAFEGUARDS

- 4.7 The delegation granted in the Scheme shall be exercised only:
- a) In compliance with the Board's Standing Orders, Financial Regulations and other Constitutional Documents;

- b) In respect of matters that are not contentious, sensitive or complex. Where a matter appears to be contentious, sensitive or complex, prior to a decision or action being taken, the Head of Service shall consult the Chief Executive and/or the Board Chair as appropriate;
- c) On the basis that the exercise of the delegated power will not result in actual expenditure exceeding, or actual income falling below, that set out in the relevant part of the budget to the extent that this could not be contained by the relevant Head of Service viring in accordance with Financial Regulations;
- d) On the basis that the exercise of delegated power will not result in expenditure exceeding that set out in the relevant part of the Investment or Development Programme for the financial year in question;
- e) Subject to a member of the public or, in the case of disciplinary matters, an employee being notified in writing of any rights of appeal;
- f) Where it is consistent with the Board's procedures, policies, corporate standards and strategies;
- g) On the basis that the exercise of the power does not result in budget growth in future years;
- h) On condition that the Heads of Service shall maintain appropriate records of all decisions taken under delegated powers (with the exception of matters involving day to day management e.g. the ordering of office supplies, the granting of annual leave, etc.);
- i) On condition that action (with the exception of matters involving day to day management e.g. the ordering of office supplies, the granting of annual leave, etc.) taken under delegated power shall be reported to the appropriate Committee at a frequency prescribed by the Board;
- j) In the event that a matter requires determination but is in conflict with anyone or more of the above categories a) to i), the Head of Service shall refer that matter to the Board or to the relevant Committee or Sub-Committee for decision; and
- k) Any judgement regarding whether a matter is contentious, sensitive or complex shall be made on the basis of the situation that applied when the decision was taken by the Head of Service exercising the delegated power

4.8 The Director of Finance & Corporate Services, if necessary, in conjunction with the Chief Executive and after consultation with the Chair of the Board, shall have the powers to take appropriate action necessary to safeguard the financial interests of the Partnership.

SCHEME OF DELEGATION TO OFFICERS

Ref	Authority for	Delegated to
Employment and Employers Responsibilities		
E1	To agree staffing structure (other than Directorate) and to appoint staff subject to consultation with the Director of Finance and Corporate Services that adequate budgetary funding is available, regarding the remuneration and other terms and conditions of the post	Chief Executive
E2	To determine applications for the release of vacant posts	Chief Executive
E3	To determine the suitability of a particular post for job share, in consultation with the relevant Head of Service	Chief Executive
E4	With the agreement of the Chair of the Board, to approve the appointment of staff whose purpose is to obtain new funding and where delay would jeopardise the obtaining of such funding	Chief Executive
E5	To appoint temporary staff in the following circumstances: a) for a period not exceeding 40 weeks, in the case of an absence from work of a permanent employee taking maternity leave and where such absence would otherwise affect the functioning of the service; b) for a period not exceeding 3 months, to meet the increased requirements of seasonal or other cyclical workloads; c) for a period not exceeding 3 months, in the case of a vacancy arising within a department's establishment, where the absence of the employee undertaking the duties of the post would affect the functioning of the service; or d) for a period not exceeding 3 months, in the case of temporary absences from work of a permanent employee where such absences would otherwise affect the functioning of the service	All Heads of Service
E6	To issue Contracts of Employment	Chief Executive
E7	To determine the following in line with our Attendance & Absence Policy and Special Leave Policy: a) approval of annual leave for employees they are responsible for consistent with any standing instructions issued by the Chief Executive b) To determine applications for paid leave to employees in respect of a bereavement or	Heads of Service Managers

Ref	Authority for	Delegated to
	family illness in accordance with the Board's Scheme of Special Leave c) To grant up to one week's unpaid leave for reasons not covered by the Special Leave Policy d) To grant paid paternity leave in line with statutory allowance to an employee on the birth or adoption of a child e) To grant leave in line with the Neonatal Care Leave Policy	
E8	To determine applications for permission for employees to attend training courses and enrolment for online courses that will help them better discharge the duties of their post which are in line with the approved Training Plan, after consultation with the People Development Officer	Heads of Service
E9	To determine applications for leave with pay to employees to attend examinations related to recognised qualifications within the Training Policy	Heads of Service in line with Special Leave Policy
E10	To determine applications for leave with pay to employees to serve on a jury, subject to the deduction of the allowance received	Heads of Service in line with Special Leave Policy
E11	To approve essential overtime working in consultation with the Chief Executive and in accordance with the Board's policy on overtime working	Heads of Service (Grade A to E) Chief Executive (Grade F to H)
E12	Provided they have a relevance to the duties of the post, to authorise the attendance of: a) Employees attending as delegates at seminars, conferences, courses or meetings which are organised by recognised bodies; b) Employees invited to lecture in their professional capacity; and c) Employees attending meetings of professional bodies of which they are Members	Heads of Service
E13	To determine applications for retirement on the grounds of ill health where there is a medical certificate that the employee is considered permanently unfit to carry out the duties of the post	Chief Executive
E14	To take disciplinary action against employees in their service, including suspension and dismissal, in accordance with the Board's disciplinary procedures and guidelines and subject to prior consultation with the Chief Executive	Heads of Service Managers

Ref	Delegation	Delegated to
E15	To implement the Pay Model approved by the Board and ensure any new posts are assessed and graded in line with the Pay Model	Chief Executive
E16	To interpret conditions of service and to authorise the implementation of revised conditions of service, such as Islands Allowance and First Aid Allowance, and as approved by the Board in respect of employees of the Partnership	Chief Executive
E17	To authorise the acceleration of an employee within his salary, wage, grade (or such extended grade as may be provided for under the relevant condition of service) who, in the opinion of the employee's Head of Service, has achieved advancement within an approved career grade or who is temporarily undertaking duties at a higher level and has met the requirements of the Competency Framework	Chief Executive
E18	To determine applications for leave with pay to employees to attend meetings of Trade Unions recognised by the Board	Chief Executive
E19	Consistent with national agreements, to pay acting-up allowances to staff within the service in respect of periods during which the employee has been authorised by the Head of Service to undertake duties above the employee's current grading	Chief Executive
E20	To authorise the payment of expenses and allowances to officers and to Partnership's Directors	Chief Executive, Director of Operations & Director of Finance & Corporate Services
E21	To determine requests from Directors or officers for advance payment of expenses or allowances	Director of Finance & Corporate Services
E22	To authorise the arrestment of wages or salaries in respect of Partnership employees	Director of Finance & Corporate Services
E23	To apply for Air Discount Scheme Cards for approved Staff	Corporate Resources Officer/Corporate Services Officer
E24	To determine and approve authorised car users for the Partnership.	Director of Finance & Corporate Services
E25	To determine and approve the allocation of portable electronic devices to posts within the Partnership	

Ref	Delegation	Delegated to
Governance and Strategic Management & Control		
G1	To act as the Company Secretary and carry out all duties associated with this role and as set out at Item 9.1 - 9.7	Chief Executive
G2	To authorise Board Members' expenses claims	Governance Officer
G3	To authorise returns to Scottish Housing Regulator, OSCR and FCA and any other returns relating to the Company Secretarial role	Company Secretary, Director of Finance & Corporate Services
G4	To apply for Regulator's consent where it is required	Company Secretary
G5	To oversee the Partnership's compliance with Data Protection and Freedom of Information legislation	Data Protection Officer
G6	Following consultation with the relevant Chair, to call additional meetings of the Board, Committees, Sub-Committees, Member/officer working parties and like bodies and informal meetings of the Members of such bodies	Company Secretary
G7	To keep the Partnership's Common Seal in a secure location and ensure that it is only used when the Board so decides	Company Secretary
G8	To sign documents upon which the Seal has been used, in conjunction with one Board Member, and to record the details in the register as required by Rule 63	Company Secretary
G9	To approve Membership Applications in accordance with the Membership Policy	Company Secretary
G10	To carry out regular reviews of Board Member and Staff Disclosure of Interest Forms	Company Secretary
G11	To ensure all policies are reviewed on a 3 yearly cycle by the appropriate Manager and approve minor policy changes.	Company Secretary
G12	Where the Heads of Service further delegate matters listed in this Scheme to nominated officers, the Secretary shall maintain and annually review a list of the scope of such delegation and the officers to whom delegation has been granted	Company Secretary
G13	Except where otherwise referred to in the Constitutional Documents, and in consultation with the appropriate Chair, determine minor incidental matters on behalf of the Board, provided that the matter falls within the established policy position of the Board	Chief Executive

Ref	Delegation	Delegated to
G14	Where required as a matter of urgency, to submit the views of the Board, to Scottish Ministers, Central Government, Scottish Housing Regulator and other external agencies and individuals, subject to the matter being reported to the next meeting of the Board	Chief Executive
G15	To arrange, in consultation with the relevant Chair, for an external speaker to address a meeting of the Board, a Committee, Working Group or an informal meeting of Members of the Board, Committee or Working Group	Chief Executive
G16	To arrange, subject to prior consultation with the Chair of the Board, attendance by Members at seminars, conferences and like events	Governance Officer
G17	To deputise for the Chief Executive	Director of Operations
G18	With the agreement of the Chair of the Board, to approve urgent items of capital expenditure where the time scale for a decision does not allow the matter to be considered by the Board	Chief Executive
G19	To authorise official hospitality	Chief Executive
G20	To approve allocations to connected people in accordance with our Entitlements, Payments & Benefits Policy	Chief Executive

Ref	Delegation	Delegated to
Finance & Risk Management		
F1	To vire expenditure between Budget Heads in line with limits outlined in the Financial Regulations	All approved Budget Managers
F2	To authorise the payments of accounts	Chief Executive & Director of Finance & Corporate Services
F3	To determine arrangements for the payment of debts to the Partnership	Director of Finance & Corporate Services
F4	In relation to sundry debts, to select and implement appropriate methods of recovery of arrears	Director of Finance & Corporate Services
F5	To draw down and sign for cash from the Scottish Government in accordance with the Board's funding allocation	Director of Finance & Corporate Services & Finance Manager
F6	To approve applications for financial assistance from outside bodies up to a maximum of £2,500	Director of Finance & Corporate Services, Director of Operations
F7	To undertake all responsibilities under the terms of the Partnership's Fraud Policy including determining: - at what stage the Police should be contacted - the type and level of resource to be used in the investigation of suspected fraud	Director of Finance & Corporate Services
F8	In consultation with the originating Head of Service, to write off individual debts which are irrecoverable, up to a maximum of £1,500	Director of Finance & Corporate Services
F9	To effect the arrangements for the borrowing and lending of money as required by the Partnership in accordance with the Partnership's borrowing and lending policies and the CIPFA "Treasury Management in Housing Partnerships: A Code of Practice."	Director of Finance & Corporate Services
F10	To ensure compliance with the CIPFA "Treasury Management in Housing Partnerships: A Code of Practice" and to ensure compliance with the approved Treasury Management Policy Statement	
F11	To open bank accounts as required, in the name of the Hebridean Housing Partnership and in the name of Dachaigh Property Solutions Limited	Director of Finance & Corporate Services
F12	To apply for purchasing cards for approved users	Director of Finance & Corporate Services and Finance Manager
F13	To maintain a list of those officers, who are authorised to sign cheques and other payable orders drawn on the Partnership's accounts with commercial Banks. This "List of Authorised Signatories" will include specimen signatures and will specify the level of delegated authority for each signatory	Director of Finance & Corporate Services

Ref	Delegation	Delegated to
F14	To maintain also in the "List of Authorised Signatories" a list of authorised officers for such other purposes as are specified in the Financial Regulations	Director of Finance & Corporate Services
F15	To ensure that all discretionary fees and charges are submitted for annual review to the Board for approval before the start of the financial year	Director of Finance & Corporate Services
F16	Authorising auditors' reports, signing of cheques & other instructions to bankers, signature for tax liabilities	Director of Finance & Corporate Services
F17	To develop and implement a Corporate Risk Assessment framework	Chief Executive
F18	To arrange and review all insurance cover and negotiate all claims	Director of Finance & Corporate Services
F19	In accordance with policy, to determine the amount of allowance to be paid to tenants as a result of works carried out to their homes having regard to approved guidelines	Director of Operations
F20	Expenditure which is essential to meet any immediate and unavoidable needs created by a sudden emergency If higher than £100,000, the Board Chair should be involved; if less, the Chief Executive. The action in question and financial implications should be reported in writing to the Board and the Director of Finance & Corporate Services at the earliest opportunity. The Director authorising such expenditure must be satisfied that the expenditure will not cause a fundamental and irrevocable financial impact	Chief Executive Director of Finance & Corporate Services Director of Operations

Ref	Delegation	Delegated to
Legal		
L1	To grant wayleaves or servitudes over property owned by the Hebridean Housing Partnership	Chief Executive
L2	To authorise the transfer and appropriation of land incidental to the Board's decision to construct, alter or dispose of a building where a minister's decision is not involved	Chief Executive
L3	To institute and defend any proceedings on behalf of the Board	Chief Executive
L4	To obtain the opinion or other services of Counsel and/or other legal or financial practitioners up to a maximum cost of £15,000	Chief Executive
L5	To settle claims against the Board up to a figure of £10,000, excluding interest and judicial expenses	Chief Executive
L6	To ensure the implementation and regular revision of the Board's general policy on Health and Safety	Chief Executive
L7	To approve the award in writing of agreements and contracts	Chief Executive
L8	To dispose of heritage and lease on the basis of terms recommended by the District Valuer, subject to prior approval of the disposal by the Board	Director of Finance & Corporate Services
L9	To initiate Court Proceedings leading to Recovery of Possession of a tenancy at the Sheriff Court following Executive Team approval	Director of Operations, Area Managers

Ref	Delegation	Delegated to
Housing, Property & Development		
H1	To allocate Partnership housing (other than the delegation at G20)	Director of Operations, Area Managers, Housing Officers (Allocations)
H2	To allocate agency housing in accordance with their Allocations Policy	Director of Operations, Area Managers, Housing Officers (Allocations)
H3	To determine applications from tenants to vacate their dwellings for a period of up to 6 months in any period of 12 months	Director of Operations, Area Managers
H4	To determine applications for transfer outwith the terms of the Partnership's allocation system in cases involving the under-occupancy of Partnership housing	Director of Operations
H5	To consider and determine applications to sub-let	Director of Operations
H6	To transfer tenants of Partnership housing in those cases where it is necessary for their houses to be vacated	Director of Operations
H7	To arrange house management transfers in compliance of the Policy on Anti-Social Behaviour and Neighbour Disputes in Housing	Director of Operations
H8	To have the day-to-day responsibility for rent arrears monitoring and recovery including the issue of Notice of Proceedings for Recovery of Possession	Director of Operations, Area Managers
H9	To implement and enforce the terms of the Partnership missive of let including repossession and eviction	Director of Operations
H10	To determine applications from tenants to alter their homes internally or externally, to erect sheds and garages, install driveways and parking areas, and to keep pets and any other appropriate permissions	Director of Operations, Area Managers
H11	To determine the amount of allowance to be paid to tenants as a result of works carried out to their homes having regard to approved guidelines	Director of Operations, Area Managers
H12	To factor property in the Outer Hebrides on behalf of local housing agencies and act as the Partnership's "responsible person" as required by the Property Factors (Scotland) Act 2011	Director of Operations
H13	To authorise and, subject to current Partnership policy and procedures, instruct repairs and minor alterations to houses	Director of Operations, Investment Manager, Assets & Contracts Manager
H14	To arrange for the execution of works in respect of Partnership houses by direct labour or by outside contractors, within approved programme and budget	Director of Operations

Ref	Delegation	Delegated to
H15	To apply for planning permission	Director of Operations/Development Manager
H16	Signing planning notices	Director of Operations, Development Manager

Ref	Delegation	Delegated to
Procurement		
P1	To open tenders in the presence of another officer	Director of Finance & Corporate Services/Finance Manager
P2	To approve the acceptance of a tender other than the lowest compliant tender only in exceptional circumstances, after receiving advice from the instructing Head of Service and following consultation with the Chief Executive. A report giving the reasons for the acceptance of such tender shall be submitted to the next meeting of the Board	Director of Finance & Corporate Services
P3	To invite tenders for house construction and improvement works, and to manage the tender process up to recommendation of award, subject to approved budgets and financial provision. The acceptance of any tender and award of contract shall be in accordance with P2 and P5	Director of Operations
P4	To approve all new acquisitions of information technology hardware and software, consistent with relevant standards as may be set from time to time by the Board in the Information & Communication Technology Strategy and Digital Transformation Strategy	Director of Finance & Corporate Services
P5	To accept the lowest compliant tender and award a contract, provided that: • prior approval has been received from the Board where required; • the contract is within the approved budget and the approved plans and/or specification to which the tender or contract relates; and • the acceptance of any tender other than the lowest compliant tender shall require approval under P2.	Heads of Service
P6	Approval of the appointment of consultants up to a value of £20,000, following the completion of the tendering and evaluation process, for the following services: • Investment Framework • Repairs Framework • Stock Condition Survey	Chief Executive

DUTIES OF THE CHAIR

- 1.1 The appointment of the Chair and the procedure for chairing Board meetings will be in accordance with Rule 59.6.1 to 59.6.12.
- 1.2 At every meeting of the Board, including General Meetings, the Chair, if present, shall preside. If the Chair is absent from any meeting the Vice-Chair, if present, shall preside. If the Chair and Vice-Chair are both absent, the Members present at the meeting shall elect from among the non-co-opted Members, a person to act as Chair for that meeting.
- 1.3 The responsibilities of the Chair will be to ensure the smooth running of meeting by:
 - a) Preserving order;
 - b) Making sure those who wish to, are allowed to contribute;
 - c) Ensuring that sufficient opportunity and time is given to Members who wish to speak or express their views on the subject under discussion;
 - d) Ensuring voting procedures are in place and that these are followed;
 - e) Announcing votes at meetings;
 - f) Deciding on all matters of order, competency, relevancy and procedure except as provided in the Standing Orders;
 - g) Deciding between two or more Members wishing to speak;
 - h) Ensuring that the sense of the meeting is properly ascertained with regard to any matter which is properly before the meeting;
 - i) At the Chair's discretion, determining all questions for which no express provisions are made under these Standing Orders or otherwise under the Constitutional Documents;
 - j) Providing support for and establishing a constructive working relationship with the Chief Executive;
 - k) Representing the Partnership where authorised;
 - l) Taking all other decisions that are the responsibility of the Chair as laid down in the Rules and Code of Conduct for Board Members; and
 - m) Participating in training, where necessary, to enable the above responsibilities to be undertaken.
- 1.4 At all times, deference shall be paid to the authority of the Chair and on all points of order, the ruling of the Chair shall be final and not open to discussion.
- 1.5 If any Member disregards the authority of a Chair or is guilty of obstructive or offensive conduct, the Board may move to exclude the Member for the remainder of the meeting. The motion shall be put without discussion and, if it is carried, the Member shall be asked by the Chair to leave the meeting.
- 1.6 The same principles shall apply to the chairing of Committees, and in the absence of the Chair, the remaining Board Members shall appoint one of their number to chair that meeting.

INTERPRETATIONS & ABBREVIATIONS

The following interpretations and abbreviations are used in this policy:

Word	Interpretation
<i>Board</i>	The Board of Management of the Partnership
<i>Board Member</i>	A Member of the Board and shall include any person co-opted onto the Board.
<i>Chief Executive</i>	The Chief Executive of Partnership or anyone who is deputising for the Chief Executive.
<i>Committee</i>	A Committee of the Partnership appointed by the Board shall have the same meaning as the term sub-committee used in the Rules. In the Standing Orders, the term Committee shall include Sub-Committees unless the sense of the context indicates otherwise.
<i>Scottish Housing Regulator</i>	An independent regulator of RSLs and local authority housing services in Scotland established on 1 April 2011 under the Housing (Scotland) Act 2010.
<i>Council Board Member</i>	Shall have the same meaning as the term "Council Appointed Board Member" in the Rules.
<i>Rules</i>	The Rules of the Partnership incorporated under the Co-operative and Community Benefit Societies Act 2014 and registered with the Financial Conduct Authority.
Except as otherwise provided, the Standing Orders of the Board with the appropriate changes shall also be the Standing Orders of the Committees of the Board.	

HEBRIDEAN HOUSING PARTNERSHIP LIMITED

STANDING ORDERS

Standing Orders drawn up with reference:

Rules of the Partnership

Scottish Housing Regulator – Regulatory Framework

Code of Conduct for Board Members

Entitlements, Payments & Benefits Policy

Disclosure of Interest Policy

Membership Policy

Whistleblowing Policy

Previous Standing Orders dated: June 2025

Presented for approval to Board: 24 June 2026

Standing Orders Approved:

Next Review Due: June 2027(annual review)



HHP is a registered society under the Co-operative and Community Benefit Societies Act 2014, Registered Number: 2644R(S), Registered Office: Creed Court, Gleann Seileach Business Park, Willowglen Road, STORNOWAY, Isle of Lewis HS1 2QP. It is a charity registered in Scotland, Charity Number: SC035767, registered as Registered Social Landlord with the Scottish Housing Regulator, Registration Number: 359 and registered as a Property Factor, Registration Number PF000183

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