

THE ROLE OF BOARD MEMBER

1 Purpose

1.1 The overall purpose of the Board is to direct and control the association's work by:

- determining strategic direction and policies;
- establishing control and risk management frameworks; and
- ensuring that the association achieves its aims and objectives.

1.2 Management of the association, that is the implementation of Board policies, is delegated to staff.

2 Duties

2.1 Board members are expected to:

- attend Board meetings, having prepared themselves by reading the papers provided;
- participate in other meetings within and outside the organisation;
- take part in activities designed to improve their understanding of the organisation and its work and to enhance Board performance;
- 'go and see for themselves' how the organisation goes about its business; as well as reading meeting papers, reading background briefings, and reading articles in the housing press, on the web and in other publications so they are informed about the context in which the organisation operates (Hastoe will give guidance to Board members on appropriate briefing material);
- bring to the role their independence, skills and experiences;
- sign an agreement which sets out formally their main duties.

3 Responsibilities of Board members

3.1 Board members have an obligation to:

- uphold the values and objectives of the organisation;
- uphold the organisation's core policies, including the Equality and Diversity Policy;
- contribute to and share responsibility for the Board's decisions;
- prepare for and attend meetings, training sessions and other events;
- represent the organisation on occasion;
- declare any relevant interests;
- respect confidentiality of information;
- comply at all times with the Association's Code of Conduct for its Board members and staff;
- uphold the principles set out in the Association's Code of Governance, and fulfil the duties set out in the code such as undergoing annual appraisals.

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4 Other guidance

4.1 Board members act in accordance with the following guidelines:

- All members take part in Board business on an equal footing. Although members may have different backgrounds and different reasons for their involvement, they must act in the best interests of the organisation. Board members should not be lobbyists, campaigners or advocates for any particular group.
- All members should contact external and internal customers using the appropriate channels for contact in the first instance, through the Executive Team or the Company Secretary
- No one who serves as a Board member should be in a position to gain or benefit from his or her dealings with the organisation. There are strict regulations governing conflicts of interest of any sort. The code of governance explains how conflicts of interest may arise, and how they should be dealt with. Detailed guidance on the legal framework will be provided to you by the association.
- The decision-making process is a corporate one. This means that even if a member is unhappy with a decision, provided it has been properly considered by the Board as a whole, all members should stand by that decision and not undermine it.
- Members are expected to make every effort to attend Board and committee meetings. The team's individual knowledge and collective effectiveness is hampered by frequent absence. If circumstances arise in which a member will be unable to attend regularly, he or she should discuss this with the Chair or Chief Executive.
- The Board has a valid role as a 'critical questioner'. This is not to imply a lack of trust or doubt, but only by questioning and testing does the Board add the value of its collective knowledge.
- The Board has a right to seek external advice whenever it wishes to do so. This is another way in which the Board effectively fulfils its 'critical questioner' role.
- Members should contact the Chief Executive and discuss any questions with them whenever there is a need for clarification on particular issues or reports.
- Members have a duty of loyalty and support towards the staff and this should be reflected in a constructive, professional relationship. In the unlikely event of a serious difficulty with an individual staff member, the problem should be discussed in

confidence with the Chief Executive or Chair.