



# KINGDOM Group

## Board Member Role Description

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## **Role Description for Board Members of Kingdom**

### **1. Introduction**

*“The Governing Body leads and directs the RSL to achieve good outcomes for its tenants and other service users.”* Regulatory Standards of Governance & Financial Management, Standard 1.

- 1.1** This role description has been prepared to set out the responsibilities that are associated with being a Board Member of Kingdom Housing Association (Kingdom) or a Director on the Board of a subsidiary. It should be read in conjunction with the accompanying person specification and Kingdom’s Rules and Standing Orders.
- 1.2** Kingdom is a Registered Social Landlord and a Scottish Charity. The role description reflects the principles of good governance and takes account of (and is compliant with) the expectations of the Regulatory Standards of Governance and Financial Management for Scottish RSLs and relevant guidance produced by the Office of the Scottish Charity Regulator (OSCR).
- 1.3** Kingdom encourages people who are interested in the Association’s work to consider seeking election as a Board Member and is committed to ensuring broad representation from the communities that it serves. Board Members do not require ‘qualifications’ but, from time to time, we will seek to recruit people with specific skills and experience to add to or expand the existing range of skills and experience available to ensure that the governing body is able to fulfil its purpose. We have developed a profile for the Board which describes the skills, qualities and experience that we consider we need to lead and direct Kingdom and carry out an annual review of the skills that we have and those that we need to inform our recruitment activities.
- 1.4** This role description applies to all members of the governing body, whether elected or co-opted or appointed, new or experienced. It is subject to periodic review.

### **2. Primary Responsibilities**

- 2.1** As a Board Member your primary responsibilities are, with the other members of the governing body, to
  - Lead and direct Kingdom’s work
  - Promote and uphold Kingdom’s values
  - Set and monitor standards for service delivery and performance
  - Control Kingdom’s affairs and ensure compliance
  - Uphold Kingdom’s Code of Conduct and promote good governance
- 2.2** Responsibility for the operational implementation of Kingdom’s strategies and policies is delegated to the Chief Executive.

### **3. Key Expectations**

- 3.1** Kingdom has agreed a Code of Conduct for Board Members which every member is required to sign on an annual basis and uphold throughout their membership of the governing body.
- 3.2** Each Board Member must accept and share collective responsibility for the decisions properly taken by the governing body. Each Board Member is expected to contribute actively and constructively to the work of Kingdom. All members are equally responsible in law for the decisions made.
- 3.3** Each member must always act only in the best interests of Kingdom and its customers, and not on behalf of any interest group, constituency or other organisation. Members cannot act in a personal capacity to benefit themselves or someone they know.
- 3.4** Our rules contain specific requirements that all KHA Board Members should be aware of, including;
  - The Board of Management must have at least seven members
  - The quorum for a meeting of the Board of Management is four members, who must be elected or have filled a casual vacancy
  - The quorum for a Committee meeting is three members, who must be elected or have filled a casual vacancy
  - Co-opted members cannot make up more than one third of the Board of Management; they do not contribute to quorum being achieved and cannot be elected to an OB role
  - The Secretary must present a report to the last Board Meeting before the AGM confirming that all the requirements of Rule 62 - 67 have been met
  - An experience Board Member (who has nine or more years experience with the RSL) must have the agreement of the Board if they intent to seek re-election for a further term: the Boards agreement should be recorded in the relevant minute
  - A Board Member ceases to be a member of the Governing Body is they miss four consecutive meetings, without, first having been granted leave of absence
  - A Board Member who had declared an interest in a matter to be discussed at a meeting must leave the meeting, before the matter is discussed, and cannot vote on the issue

### **4. Main Tasks**

- To contribute to formulating and regularly reviewing Kingdom's values, strategic aims, business objectives and performance standards
- To monitor Kingdom's performance
- To be informed about and ensure Kingdom's plans take account of the views of tenants and other customers
- To ensure that Kingdom operates within and be assured that Kingdom is compliant with the relevant legal requirements and regulatory frameworks
- To ensure that risks are realistically assessed and appropriately monitored and managed
- To ensure that Kingdom is adequately resourced to achieve its objectives and meet its obligations
- To oversee and ensure Kingdom's financial viability and business sustainability whilst maintaining rents at levels that are affordable to tenants
- To act, along with the other members of the governing body, as the employer of Kingdom's staff

- To ensure that Kingdom is open and accountable to tenants, regulators, funders and partners

## 5. Duties

- Act at all times in the best interests of Kingdom
- Accept collective responsibility for decisions, policies and strategies
- Attend and be well prepared for meetings of the governing body and sub-committees
- Contribute effectively to discussions and decision making
- Exercise objectivity, care and attention in fulfilling your role
- Take part in ongoing training and other learning opportunities
- Take part in an annual review of the effectiveness of Kingdom's governance and of your individual contribution to Kingdom's governance
- Maintain and develop your personal knowledge of relevant issues and the wider housing sector
- Represent Kingdom positively and effectively at all times, including in local communities and when attending meetings and other events
- Respect and maintain confidentiality of information
- Treat colleagues with respect and foster effective working relationships within the governing body and between the governing body and staff
- Be aware of and comply with our policy on the restrictions on payments and benefits
- Register any relevant interests as soon as they arise and comply with Kingdom's policy on managing conflicts of interest

## 6. Commitment

6.1 An estimate of the annual time commitment that is expected from GBMs is:

Activity	KHA Time	KI / KSC Time
Attendance at up to <b>6</b> regular KHA meetings of the governing body. Attendance at up to <b>4</b> regular KI / KSC meetings of the governing body	<b>18 Hours</b>	<b>8 Hours</b>
Reading and preparation for meetings of the governing body	<b>18 Hours</b>	<b>12 Hours</b>
Attendance at up to <b>6</b> Committee meetings (optional)	<b>30 Hours</b>	<b>30 Hours</b>
Reading and preparation for Committee meetings (optional)	<b>40 Hours</b>	<b>40 Hours</b>
Attendance at annual planning and review events (including individual review meeting)	<b>20 Hours</b>	<b>20 Hours</b>
Attendance at events such as estate tours, tenant / customer conferences, openings and site visits	<b>8 Hours</b>	<b>8 Hours</b>
Attendance at internal briefing and training events	<b>8 Hours</b>	<b>8 Hours</b>
External Training and conference attendance (may include overnight stay or weekend) (optional)	<b>8 Hours</b>	<b>8 Hours</b>
<b>Total</b>	<b>150 Hours</b>	<b>134 Hours</b>

## **7. What Kingdom Offers Board Members**

**7.1** Board Members are volunteers and receive no payment for their contribution. The Chair of the Boards and Committees are the only remunerated positions. Kingdom has adopted an Entitlements, Payments and Benefits Policy which prevents you or someone close to you from inappropriately benefiting personally from your involvement with Kingdom. This, and related policies also seek to ensure that you are not unfairly disadvantaged by your involvement with Kingdom. All out of pocket expenses associated with your role as a Board Member will be fully met and promptly reimbursed.

**7.2** In return for your commitment, Kingdom offers:

- A welcome and introduction when you first join the governing body;
- A mentor from the governing body and a named staff contact for the first six months, with ongoing support
- Clear guidance, information and advice on your responsibilities and on Kingdom's work
- Formal induction training to assist settling in
- Papers which are clearly written and presented, and circulated in advance of meetings
- The opportunity to put your experience, skills and knowledge to constructive use
- The opportunity to develop your own knowledge, experience and personal skills
- The chance to network with others with shared commitment and ideals

## **8. Review**

**8.1** This role description was approved by the governing body on 19th August 2024. It will form the basis of the annual review of the effectiveness of your contribution to our governance. It will be reviewed by the governing body no later than five years from adoption.