



Terms of Reference:  
Board

Updated

July 2018

## **1.0 Purpose**

- 1.1 To have overall responsibility for East Midlands Shelter for the Homeless CIC.
- 1.2 To set or amend the strategic direction of the association, set annual plans and budgets, and monitor progress of the association.
- 1.3 To define and ensure compliance with the values and objectives of the association.
- 1.4 To ensure compliance with the rules and legal obligations of the association.
- 1.5 To monitor housing management, support services, maintenance and development performance of the association.
- 1.6 To retain the ultimate responsibility for all action taken in the association's name, in particular those which might create a significant financial or other risk, or those which raise significant issues of principle.
- 1.7 To monitor financial performance of the association, including performance against budget and cash flow.
- 1.8 To ensure the association remains financially viable and that there is a robust framework for identifying, managing and reporting risk.
- 1.9 To ensure that the association has a sound framework of delegations and financial control systems, which are regularly reviewed.
- 1.10 To ensure compliance with current regulatory requirements, including completion of self-assessment.
- 1.11 To ensure that the association effectively utilises its human resources, and has the appropriate people management practices in place.
- 1.12 To ensure that the association uses its property stock to meet housing needs effectively and efficiently and provides high quality management and maintenance services to service users and maintains its properties to the highest possible standard.

## **2.0 Functions**

- 2.1 Policy
  - 2.1.1 To approve all strategic Association policies.
  - 2.1.2 To deal with any strategic or policy issue outside the scope of officers' delegated authorities.
- 2.2 Regulators
  - 2.2.1 To ensure compliance with all regulatory standards at all times.

- 2.2.2 To communicate in a timely manner with any regulator on all matters required by the regulator.
- 2.2.3 To communicate in a timely manner with all regulators on issues relating to non-compliance or potential non-compliance with the standards of that regulator.
- 2.3 Finance
  - 2.3.1 To approve Annual Accounts for recommendation to the Annual General Meeting.
  - 2.3.2 To appoint Internal Auditors and Bankers.
  - 2.3.3 To approve the terms of the reimbursement of expenses or other payments to Board Members.
  - 2.3.4 To approve Terms and Conditions, and Remuneration Policies for staff.
  - 2.3.5 To approve the association's Risk Management Strategy.
  - 2.3.6 To review the Fraud register at least annually.
  - 2.3.7 To approve and oversee a framework of delegation and internal control.
  - 2.3.8 To approve the association's Borrowing Strategy and Investment Policy.
- 2.4 Corporate and Legal
  - 2.4.1 To satisfy itself the organisation's affairs are conducted lawfully and with probity.
  - 2.4.2 To monitor equality issues in service delivery and employment.
  - 2.4.3 To appoint or dismiss the Chief Executive and Corporate Directors.
  - 2.4.4 To approve new Board Members.
  - 2.4.5 To monitor use of the Company Seal.
  - 2.4.6 To approve the leasing, purchase or sale of association offices or other property assets.
  - 2.4.7 To settle any legal claims by or against the association.
  - 2.4.8 To approve the Board Members' Code of Conduct and Governance Policy
  - 2.4.9 To approve and implement a Board Appraisal and Development framework.
  - 2.4.10 To ensure the effectiveness of governance on a regular basis.
  - 2.4.11 To direct the activities of registered and non-registered subsidiaries, in accordance with the Rules of the Association, where applicable.
  - 2.4.12 To approve panels of solicitors and other consultants.

## 2.5 Development

- 2.5.1 To approve the association's development strategy and development programme.
- 2.5.2 To approve the property services' Framework Agreement and review the contractors and consultants panels in line with the Procurement Policy.
- 2.5.3 To note the entering into of development contracts within delegated authority.

## 2.6 Maintenance

- 2.6.1 To approve the association's Asset Management Strategy.
- 2.6.2 To note the entering into of maintenance contracts within delegated authority.

## 2.7 Tenancy Management

- 2.7.1 To approve the association's Customer Involvement Strategy and monitor progress.
- 2.7.2 To evaluate Tenant Committee reports and ensure compliance with findings

## 2.8 Support

- 2.8.1 To approve changes to the association's standard management agreements.
- 2.8.2 To note support contracts.

## **3.0 Terms**

- 3.1 The maximum term of office for an executive board member shall be 9 years (3 terms of 3 years)
- 3.2 An executive Board Member must give a minimum of 3 months notice if they wish to terminate their appointment before a term of 3 years is over unless agreed by a majority of board members to forgo
- 3.3 When serving a contract for employment an executive director must be given a minimum of 6 months notice prior to termination if prior to end date of contract

## **4.0 Administration**

- 4.1 Chair/ Vice Chair: Elected at first meeting of Board after AGM.
- 4.2 Membership Minimum 5 – Maximum 15 Normal Membership is 5.(see Governance Policy)
- 4.3 Quorum: 3 members, or half of the board (whichever is lower).
- 4.4 Frequency: As per schedule agreed each year in advance
- 4.5 In Attendance: Board members, and others as required.

4.6 Servicing: Chief Executive/ company secretary

4.7 Optimum Length of Meeting: 1 hour

Reviewed: July 2018

Next Revision: July 2019