

Berwickshire Housing Association

Role Descriptions for Chair and Vice Chair

Section 1: Introduction

The Chair of the Board of Directors has particular duties and responsibilities and should always remember that they are acting on behalf of the Board of Directors and not in isolation. The Vice Chair(s) will deputise for the Chair in their absence and assist and support them in the execution of their duties. This role description relates to both roles and should be read as Chair or Vice Chair(s) throughout.

The position of Chair is referred to in the association's rules, and the Chair must always act in accordance with the rules. The relationship between the Chair and Chief Executive, as leaders of the Board of Directors and of the staff group respectively, is vital to the effective governance of the housing association. The relationship must be based on good and regular communication, mutual trust and support and an understanding of the respective roles and responsibilities.

The statement is consistent with the principles set out in the Regulatory Code of Governance, published by the Scottish Housing Regulator.

As the Association has charitable status, the statement is also consistent with the Guidance for Charity Trustees published by the Office of the Scottish Charity Regulator (OSCR), which sets out the formal responsibilities of trustees in ensuring that the housing association acts in line with its charitable objects.

We operate within a group structure; the roles and responsibilities of the Chair are further influenced by the relationships between the members of the group and the responsibilities of each. These are set out in the group's rules and corporate control documents.

Section 2: Responsibilities

The overall responsibilities of the Chair are to provide leadership to the Board of Directors, and to ensure the efficient and proper conduct of the Board of Directors' business, acting on occasions under delegated authority on behalf of the Board of Directors.

The specific responsibilities of the Chair are as follows:

Providing leadership to the Board of Directors

- Represent the housing association and present constructive views on its behalf.
- Keep the composition, skills and effectiveness of the Board of Directors under review, and recommend action to remedy any deficiencies
- Ensure that the Board of Directors receives appropriate professional advice
- Ensure, in the event of a vacancy, in conjunction with other members of the Board of Directors, that the post of Chief Executive is filled in a timely and orderly fashion, in accordance with employment legislation, good practice and the housing association's own recruitment policy.
- Ensure, in conjunction with other members of the Board of Directors, that the remuneration of the Chief Executive is considered, and recommendations made to the Board of Directors.
- Arrange, with at least one other member of the Board of Directors, to review the performance of the Chief Executive in line with the Association's Performance Management System, reporting results to the Board of Directors.
- Provide ongoing support and guidance to the Chief Executive and (where necessary) initiate any disciplinary action.

Ensuring the efficient and proper conduct of the Board of Directors' business

- Chair all general meetings of the housing association in accordance with its rules
- Chair all meetings of the Board of Directors, in accordance with its Standing Orders, and ensure the efficient and proper conduct of the Board of Directors.
- Ensure that the views of all Board of Directors members are sought before any important decision is taken at meetings.
- Decide on any points of order arising at any meetings of the Board of Directors
- Keep order and make sure that every member has a fair hearing and an opportunity to express their views on the subject under discussion.
- Decide all matters of order, relevancy and at their discretion, alter the order of business at any stage of the meeting, or decide to adjourn the meeting.
- Exercise a second and deciding vote in the event of a tie in the vote of the Board of Directors
- Meet with the Chief Executive and Vice Chair(s) as appropriate to discuss the upcoming Board agenda and organisation of meetings
- Check the minutes before they are issued.

Acting under delegated authority on behalf of the Board of Directors

- Initiate any investigation under the terms of the association's Code of Conduct for Governing Body Members and Staff
- Ensure that the housing association's business is efficiently and accountably conducted between Board of Directors meetings
- Act as the final authority in relation to appeals and complaints, in accordance with the housing association's policies.
- Sign cheques and documents requiring the Board of Directors or the Chair's authorisation.
- Take decisions on behalf of the organisation in the event of emergencies that occur outwith the regular Board meeting cycle, reporting these back to the Board for ratification.

The Chair is offered training where appropriate to help them develop their skills in relation to the responsibilities associated with the post.

In exercising their responsibilities, the Chair may seek the advice and support of the Vice Chair(s) or other office bearers and may be guided by the advice of the Chief Executive. However, the Chair remains solely responsible for the decisions which lie within the responsibilities of the post, and their decisions in these matters are final.