

# **TEACHERS' HOUSING ASSOCIATION BOARD MEMBER**

## **ROLE & RESPONSIBILITIES**

### **1. ROLE SUMMARY**

- To be a trustee of Teachers' Housing Association (THA) and make sure the organisation meets its aims, objectives and values
- To make sure that decisions made by the Board are in THA's best interests
- To make sure THA acts within the legal constitution and meets its legal responsibilities
- To make sure THA is financially secure
- To set the direction of THA and set up policies and plans to carry the work forward
- To delegate the management of THA business and activities through the Chief Executive and agree the levels of authority that can be held by different staff
- To delegate work to the Management Board's committees and to be a Member of at least one Committee
- To raise issues, concerns and questions, and provide feedback where appropriate
- To promote and support the work and values of THA to other organisations
- To work within THA's policies (such as Equality, Diversity and Inclusion)

## **2. RESPONSIBILITIES**

### **a) Accountability and liability**

THA is registered as an exempt charity, is a Co-operative and Community Benefit Society registered with the FSA, and a Registered Provider. THA also has to report to members, tenants, funders, and the general public.

Board Members must therefore make sure it meets the requirements of the Regulator for Social Housing, Charities Commission, and FSA, and that THA acts within the law and is financially viable.

Each Board Member takes collective and personal responsibility for making sure the Board meets its obligations. Board Members can be personally liable if they knowingly let THA act illegally, commit fraud, or spend money it hasn't got.

Each Board Member must sign a Letter of Appointment, which means they agree to the responsibilities, will work within the Code of Conduct, and accept liability for the decisions taken by the Board.

Because of the nature of this responsibility, it is vital that Board Members make sure they understand the information and reports which come to the Board. If they do not understand it, they are responsible for saying so and asking for help.

The Board has to make sure it protects the long term future of THA as a whole. This may mean that sometimes issues are dealt with where, in order to make sure the long term future is secure, there may be some disruption, upset, or difficulties in the short term. Therefore it is important for all Board Members to be able to think about and understand the "big picture" and think about the long term, large-scale risks or issues, rather than focussing on immediate or local issues.

At each Board meeting, information is received, discussed, and decisions made. Sometimes these decisions are easy to reach because everyone agrees. However sometimes there has to be a vote, when the majority will decide the outcome. Once a decision has been made it is binding on everyone.

### **b) Commitment**

Board Members are elected to the Board for a term of 3 years. At the end of the 3 years they can stand again for election by shareholders for a second term.

Board Members are expected to attend at least 80% of Board meetings and events (unless there is good reason such as illness).

The time commitment required in one year is usually:

- 3 Management Board meetings per year (meetings are usually held in London, during the morning with a 10.00 am start)
- 3 Committee Meetings per year. Each Board Member is expected to participate as a Member of at least one Committee. (meetings are usually held in London, during the morning with a 10.00 am start)
- Reading of papers, and preparation for each meeting
- Meetings with the Chief Executive and/or Chairperson as required
- Board Member Awaysdays - usually one per year which may involve an overnight stay
- Minimum of one Tenant Consultation Meeting each year
- External Conferences & Training Events (as deemed appropriate)

For 2020 the Board adopted a revised governance structure and moved to six Board meetings a year with suspension of all bar one Committee Meeting. This will continue into 2021 although the Committee Structure remains in place. Due to Covid-19 all Board meetings are currently held as virtual meetings. The start times for meetings is currently under review.

### **c) Representation**

A Board Member who is a tenant holds the same responsibilities as other Board Members – this means they do not have any extra responsibility for representing or “putting forward” the view of other tenants.

A Board Member who is a tenant is not expected to:

- Act as advocate for other tenants who may raise specific issues
- Canvas the views of other tenants
- Feed back to tenants regarding Board activity or business
- Act as a communication channel between tenants and the Board

A Board Member who is a tenant is expected to:

- Direct tenants with specific concerns or issues to use appropriate procedures or mechanisms for raising these (such as contacting staff, using the Complaints Procedure and attending Consultation Meetings)
- Contribute to discussions and help the Board to identify suitable methods for it to canvass the views of the tenant body

It is often difficult for all Board Members, and for staff and other tenants to be clear about this and confusion may arise. Board Members therefore have a responsibility to raise and discuss, with either the Chairperson of the Board or the Chief Executive, any difficulties they encounter in understanding or adhering to these guidelines.

Board Members who are tenants bring to the Board their varied and highly valuable experience of being a THA tenant. This means that they can provide the Board with a

tenant perspective on many issues, as well as being able to assess how Board decisions may affect tenants.

In order to do this, Board Members who are tenants will be expected to:

- Speak up and express their views and opinions
- Put items on the agenda which are relevant or important to tenants and are appropriate for Board discussion
- Raise any specific complaints or concerns about service delivery through the appropriate mechanisms

#### **d) Confidentiality**

Much of the information discussed at Board meetings or reported in Board papers is sensitive and sometimes confidential. All Board Members are expected to adhere to confidentiality boundaries.

If any Board Member is not sure whether an item is confidential or not, they have a responsibility to ask during the meeting. Board Members must only share with staff or other tenants, information which is already public or is not identified as confidential.

If Board Members need help to understand the principles of confidentiality, or have difficulties adhering to these, they should discuss this with the Chairperson of the Board or the Chief Executive.

#### **e) Relationships**

All Board Members are expected to maintain good relationships with other Board Members, staff, and tenants. Board Members who are tenants may encounter problems regarding their role when dealing with staff members, as they are in the dual role of being both employers and trustees, as well as being on the receiving end of services.

There should, however, be mutual respect and Board Members who are tenants should not be treated differently to other tenants. Similarly, a Board Member who is a tenant should not treat staff members any differently than they would if they were not Board Members.

If Board Members encounter any difficulties in achieving these good relations, they should discuss it either with the Chairperson or with the Chief Executive so that appropriate support can be given to the Board Member and any suitable action to address the problem can be agreed and implemented.

### **3. HELP AVAILABLE TO BOARD MEMBERS**

To enable Board Members to fulfill their roles effectively, THA will provide the following:

#### **a) Expenses**

All expenses incurred in relation to Board business will be reimbursed. These include travel, overnight accommodation, meals, stationery/photocopying, and telephone calls. Receipts must be attached to any expense claims submitted for payment.

#### **b) Support and Training**

Board Members have different support needs, so what they receive and who from will be discussed and agreed as part of their induction and on an ongoing basis.

Every Board Member will receive induction training to make sure they understand all aspects of their role, the way the Board operates, the responsibilities, and who is who.

Each Board Member will also participate in the annual "Management Board Review" to find out what their training needs are. THA will either provide the training itself or will pay for Board Members to attend external training courses.