

Role description for governing body member

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Role Description for Governing Body Members of WELLHOUSE HA

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 and Financial Management, Standard 1¹

- 1.1 This role description has been prepared to set out the responsibilities that are associated with being a governing body member (GBM) of Wellhouse Housing Association (WHA). It should be read in conjunction with the accompanying person specification and WHA’s Rules and Standing Orders.
- 1.2 WHA 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 WHA encourages people who are interested in the Association’s work to consider seeking election as a GBM and is committed to ensuring broad representation from the communities that it serves. GBMs 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 GB which describes the skills, qualities and experience that we consider we need to lead and direct WELLHOUSE HA 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 GBM your primary responsibilities are, with the other members of the governing body, to
 - Lead and direct WHA’s work
 - Promote and uphold WHA’s values
 - Set and monitor standards for service delivery and performance
 - Control WHA’s affairs and ensure compliance
 - Uphold WHA’s Code of Conduct and promote good governance
- 2.2 Responsibility for the operational implementation of WHA’s strategies and policies is delegated to the Director.

¹ Scottish Housing Regulator (February 2020) *Regulation of Social Housing in Scotland: Our Framework* available [here](#)

3. Key Expectations

- 3.1 WHA has adopted a Code of Conduct for Governing Body Members which every member is required to sign on an annual basis and uphold throughout their membership of the governing body.
- 3.2 Each GBM must accept and share collective responsibility for the decisions properly taken by the governing body. Each GBM is expected to contribute actively and constructively to the work of WHA. All members are equally responsible in law for the decisions made.
- 3.3 Each member must always act only in the best interests of WHA and its customers, and not on behalf of any interest group, constituency or other organisation. GBMs cannot act in a personal capacity to benefit themselves or someone they know.
- 3.4 Our rules contain specific requirements that all GBM's should be aware of including:
 - The GB must have at least 7 members
 - The quorum for a meeting of the GB is four members, who must be elected or have filled a casual vacancy
 - The quorum for a sub-committee meeting is 3 members, who must be elected or have filled a casual vacancy
 - Co-opted members cannot make up more than one third of the GB: they do not contribute to a quorum being achieved and cannot be elected to an OB role
 - The Secretary must present a report to the last GB meeting before the AGM confirming that all the requirements of Rules 62-67 have been met
 - An experienced GBM (who has 9 or more years' experience with the RSL) must have the agreement of the GB if they intend to seek re-election for a further term: the GB's agreement should be recorded in the relevant minute
 - AGMB ceases to be a member of the GB if they miss four consecutive meetings, without, first having been granted leave of absence
 - A GMB who has 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 WHA's values, strategic aims, business objectives and performance standards
- To monitor WHA's performance
- To be informed about and ensure WHA's plans take account of the views of tenants and other customers
- To ensure that WHA operates in accordance with relevant legal and regulatory requirements
- To be assured that WHA is compliant with relevant legal and regulatory requirements
- To ensure that risks are realistically assessed and appropriately monitored and managed
- To ensure that WHA is adequately resourced to achieve its objectives and meet its obligations
- To oversee and ensure WHA'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 WHA's staff
- To ensure that WHA is open and accountable to tenants, regulators, funders and partners

5. Duties

- Act at all times in the best interests of WHA
- 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 WHA's governance and of your individual contribution to WHA's governance
- Maintain and develop your personal knowledge of relevant issues and the wider housing sector
- Represent WHA 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 WHA'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	Time
Attendance at up to 7 regular meetings of the governing body	14
Reading and preparation for meetings of the governing body	10
Attendance at up to 4 sub-committee meetings (optional)	8
Reading and preparation for sub-committee meetings	4
Attendance at annual planning and review events (including individual review meeting)	7
Attendance at events such as estate tours, tenant / customer conferences, openings and site visits	2

Attendance at internal briefing and training events	12
External Training and conference attendance (may include overnight stay or weekend)	7
Total	64

7. What WHA Offers GBMs

7.1 All GBMs are volunteers and receive no payment for their contribution. WHA has adopted an Entitlements, Payments and Benefits (EPB) Policy which prevents you or someone close to you from inappropriately benefiting personally from your involvement with WHA. This and related policies also seek to ensure that you are not unfairly disadvantaged by your involvement with WHA. All out of pocket expenses associated with your role as a GBM will be fully met and promptly reimbursed.

7.2 In return for your commitment, WHA 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 WHA'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 18 March 2026. 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 not later than March 2031.