



Board 28 July 2009

Appointment of Vice Chairs

Report by Chair

For Decision

1 Introduction

- 1.1 In May George Allison resigned from the Board. George was one of the Vice Chairs and at that time it was decided not to fill that position until the first meeting after the Annual General Meeting.
- 1.2 The purpose of this report is to ask Board to continue with the appointment of two vice chairs. The report also advises on the process for appointing vice chairs.

2 Background

- 2.1 When Board was established in 2004, the Articles of Association required that the Board elected a chair from the constituent groups that made up board member. The Articles also allowed that the Board could appoint up to two vice chairs and of the three appointments, the Articles stated that no more than two of those appointments should be from any one of the three categories of board members (for example, no more than two tenants or two independents).
- 2.2 Until September 2008, the Chair had been elected from the independent group and two vice chairs appointed one from the council and one from the tenant group and the practice of appointing two vice chairs has continued.
- 2.3 The Articles were amended in 2008 to allow for the appointment of a Chair and board membership was increased to 19 (six council nominees; six tenant members; six independent members and a chair).
- The Articles provide for the Board to appoint up to two vice chairs. The position of Chair is outside of the constituent groups therefore the Articles do not state limitations in respect of the constituent groups.

3 Vice Chairs

3.1 The responsibilities of the vice chairs are:

- to assist and support the Chair in fulfilling his/her duties and responsibilities;
- to deputise for the Chair in his/her absence;
- to assume responsibility for a particular area of responsibility or interest as may be agreed by the Board, such as chairing committees;
- to meet with the Chair and Chief Executive as required in between Board meetings;
- to undertake such other duties as may be delegated to them by Board.

3.2 Having two vice chairs has worked well over the past five years, providing support to the previous chair and to me since my appointment in September 2009. I have also found it valuable to have the perspectives of vice chairs drawn from different constituent groups.

As the organisation continues to grow and develop, there be more occasions when the vice chairs are called upon to support me and I propose that we continue to appoint two vice chairs.

4 Process for appointing Vice chairs

Board members interested in putting themselves forward for the positions of Vice Chair are asked to let the Company Administrator know in writing by 21 August 2009. In the event that there are more than two nominations for the positions, then a ballot will be held at the Board meeting on 22 September 2009.

5 Recommendations

5.1 Board is asked to agree to the appointment of two vice chairs and to note that nominations for the positions should be submitted in writing to the Company Administrator by 21 August 2009.

6 Next Steps

Board will appoint the vice chairs at the Board meeting on 22 September 2009.

Background papers:

Articles of Association

Contract Officer: Maureen Dickson, Company Administrator & Board Support Officer, ext 28624.