



Board 3 November 2009

Governance Issues

Report by Director of Finance and Resources & Company Secretary

For decision

1. Background information

- 1.1 In the past, governance issues have been considered by Governance & Personnel Committee and then reported to Board. In the new structure, governance issues will be reported direct to Board.
- 1.2 This report deals with the revised Code of Conduct for Board Members; introduces a Board Succession Plan and revised Standing Orders that have been amended to reflect the new committee structure.

2. Board Member Code of Conduct

- 2.1 The Board adopted a Code of Conduct and Communications Protocol in 2004. The Code provided guidance on conduct at meetings, use of assets, disclosure of information and conflicts of interest. The Communications Protocol provided guidance on dealing with individual tenant issues and communication with YHN officers, the press and external bodies.
- 2.2 The Code was reviewed in 2005 by Governance & Personnel Committee and although there were no revisions required to the Code, it was recognised that there was insufficient information on how breaches of the Code should be investigated and then adjudicated. A process for investigating and adjudicating breaches of the Code was therefore added to the Code of Conduct.
The Code was reviewed in 2007 by Governance & Personnel Committee when no changes were recommended.
- 2.3 The Code has been reviewed following implementation of the Companies Act 2006 which sets out a new statutory statement of directors' duties – described as their 'general duties'. These 'general duties' require company directors :
 - To act within powers: to act in accordance with the company's

constitution and only exercise powers for the purposes for which they are conferred.

- To exercise independent judgement this means that board members cannot rely on an expert's opinion but does mean they must exercise their own judgement in deciding to follow someone else's advice or accept another's judgement.
- To exercise reasonable care, skill and diligence: a board member must exercise the same degree of care as would be reasonably expected from a sensible and careful business person dealing with his or her own affairs. The same degree of skill would be reasonably expected of someone with the board member's own knowledge and experience.
- To avoid conflicts of interests: continues to apply after board membership has ended. Register of interests must be kept up to date.
- To declare any interest in a proposed transaction or arrangement
- Not to accept third party benefits
- To promote the success of the company: this duty extends the previous standard of taking reasonable steps to act in the best interests of the company. Board Members must now have regard to
 - The likely consequences of any decision in the long term
 - The interests of the company's employees
 - The need to foster the company's business relationships
 - The impact of the company's operation on the community and the environment
 - The desirability of the company maintaining a reputation for the high standards of business conduct;
 - The need to act fairly as between members of the company

2.4 The Code of Conduct has been amended as follows:

General duties: In the existing Code, Board Members were required to act in the best interests of Your Homes Newcastle. This has been amended to reflect Directors' general duties (Section 5).

Conflict and declaration of interest: There are provisions in the Articles of Association relating to interests and the Code provides further guidance on conflicts of interest. We regularly update Directors interests and this register is held by the Company Administrator. The Code has therefore not been amended.

Not to accept third party benefits The existing Code required Board Members to register the offer of gifts and hospitality with a value of £25 or over. The Code has been amended to reflect the provisions of the Companies Act. This is a tighter requirement than the existing provision which does not impose any restrictions on acceptance of gifts or hospitality.

3. Board Succession Plan

- 3.1 The Articles of Association set out the rules governing succession through a rotational plan for the three groups of board members. Tenant and independent members are required to stand down at each Annual General Meeting. The Articles also set out how the Chair will be appointed.
- 3.2 The process by which tenant and independent members are recruited and appointed has been agreed by Board. Governance & Personnel Committee agreed an action plan to work towards a representative board. The Plan brings these processes together and sets out the actions necessary to retain, develop and recruit board members.
- 3.3 The Plan draws attention to the responsibilities of the Chair and the Board to lead the organisation and demonstrates the organisation's commitment to making sure that the Chair and Board Members have the right skills, knowledge and behaviours to do so.

4. Standing Orders

- 4.1 Standing Orders set out the procedures for meetings of the Board and Committees. These procedures were first written in 2004 and have been revised to reflect the new committee structure.
- 4.2 These procedures ensure that there is a consistent approach to all Board and Committee meetings.

5. Issues / Concerns

- 5.1 Code of Conduct: Your Homes Newcastle manages substantial amounts of public funding and needs to demonstrate the highest standards of conduct and probity. The organisation also has to operate within the legal framework of a private company. Without clear guidance, there is a concern that Board Members might conduct themselves in a way that damages the reputation of the organisation or that they might fail to fulfil their responsibilities as company directors.
- 5.2 Succession Plan: Boards should ensure their continuing effectiveness. Without succession planning arrangements there is a concern that there would be no planned or orderly renewal of the Board.
- 5.3 Standing Orders: Effective conduct of Board and Committee business is vital to good governance. Standing Orders regulate how business is carried out at Board and Committee meetings. Without these procedures there is a concern that there would not be a consistent approach to how meetings were run and a risk that meetings would not be effective.

5. The Business Implications

Mission and Strategic Objectives: the work of the Board contributes to the good governance of the organisation.

Impact on services/performance: if the Board is not representative then decision making ability could be less effective and there could be a danger of services being delivered inappropriately.

Outcomes for tenants/leaseholders: the Board's role is to direct the work of the organisation in the best interests of our customers. The Succession Plan provides a framework for making sure that the organisation has the right skills, experience and knowledge to respond to future changes and challenges of our customers and market developments

Risk (reputation, relationship): without a Code of Conduct, the risk would be that board members lack clear guidance as to their standard of behaviour, responsibilities and best practice in fulfilling their obligations to the organisation.

Legal: Changes to the Code of Conduct have been made as a result of changes in company law.

Equality and Diversity: The Code of Conduct emphasises the organisation's commitment to equality and diversity and one of the objectives of the Succession Plan is to have a board that is representative of the community served by Your Homes Newcastle.

Stakeholder Involvement/consultation: Our Legal advisors have been consulted about the Code of Conduct.

6. Conclusion and recommendations

Board is asked to agree the revised Board Member Code of Conduct; the Board Succession Plan and the revised Standing Orders.

7. Implementation

Following approval by Board:

- Board Members will be asked to sign up to the revised Code of Conduct;
- The Succession Plan will be implemented, starting with a demographic survey of board members during December;
- Standing Orders will be circulated to Chairs of Committees and Lead Officers.

Contact Officer:

If you have any questions about this report that you would like clarifying before the meeting, you can contact Maureen Dickson by telephone on 0191 278 8624 or email maureen.dickson@yhn.org.uk



Your Homes
Newcastle

Board Member Code of Conduct

Revised: September 2009

Board Member Code of Conduct

Contents

- 1 Introduction**
- 2 General Obligations**
- 3 Decision making**
- 4 Standards**
- 5 Attendance**
- 6 Interests**
- 7 Resources**
- 8 Expenses**
- 9 Gifts and Hospitality**
- 10 Role of the Company Secretary**
- 11 Breaches of the Code of Conduct**

Appendices

- 1 Extract from Articles of Association**
- 2 Board Member Communication Protocol**

1 Introduction

- 1.1 The purpose of this Code is to provide Board Members of Your Homes Newcastle with clear guidance as to their standard of behaviour, responsibilities and best practice in fulfilling their obligations to the organisation.
- 1.2 Board Members must observe the Your Homes Newcastle Board Member Code of Conduct and other arrangements put in place to assure good governance whenever they:
- conduct the business of the organisation;
 - conduct the business of the office to which they have been nominated, elected or appointed;
 - act as a representative of the organisation
- 1.3 The Code applies to all Board Members as well as any other people appointed by the Board to sit on any of its committees.
- 1.4 Board Members are expected to familiarise themselves with the Nolan Principles which underpin public life:

Selflessness	take decisions solely based on the mission, strategic objectives and values of Your Homes Newcastle;
Integrity	not to be compromised by individuals or outside organisations;
Objectivity	remain impartial and ensure choices are made on merit alone;
Accountability	be responsible for their decisions and actions;
Openness	give reasons for their decisions and actions;
Honesty	declare any private interests;
Leadership	promote and support these principles by leadership and example.

2. General Obligations

- 2.1 Board Members must:
- treat everyone with dignity and respect, valuing differences and respecting others opinions regardless of someone's age, disability, gender, race, sexual orientation, religious belief;
 - not do anything which compromises or which is likely to compromise the impartiality of those who work for, or on behalf of, the organisation.
- 2.2 Board Members must not:
- disclose information given to them in confidence by anyone, or information acquired which they believe is of a confidential nature, without the consent of a person authorised to give it, or unless they are required by law to do so;
 - prevent another person from gaining access to information to which that person is entitled by law

- 2.3 Board Members must not in their official capacity, or any other circumstance, conduct themselves in a manner which could reasonably be regarded as bringing their office or Your Homes Newcastle into disrepute.

3. Decision Making

- 3.1 When reaching decisions, Board Members must:

- Act within powers.
 - This means that Board Members must act in accordance with the company's constitution and only exercise powers for the purposes for which they are conferred.
- To exercise independent judgement.
 - This means that Board Members cannot rely on an expert's opinion but does mean they must exercise their own judgement in deciding to follow someone else's advice or accept another's judgement.
- To exercise reasonable care, skill and diligence
 - A Board Member must exercise the same degree of care as would be reasonably expected from a sensible and careful business person dealing with his or her own affairs. The same degree of skill would be reasonably expected of someone with the Board Member's own knowledge and experience.
- To promote the success of the company.
 - This means that Board Members must have regard to
 - The likely consequences of any decision in the long term
 - The interests of the company's employees
 - The need to foster the company's business relationships
 - The impact of the company's operation on the community and the environment
 - The desirability of the company maintaining a reputation for the high standards of business conduct;
 - The need to act fairly as between members of the company

4. Standards

- 4.1 Board Members are expected to respect the views of others and their right to speak, but the Chair (following a warning) can request that a member be silent if he or she is using intemperate, provocative or abusive language or if he or she persists in straying from the agenda or is obstructing the proper conduct of Your Homes Newcastle business
- 4.2 Board Members should praise individuals "in public" and criticise them "in private" (in the case of staff this should be done through the Chief Executive or the relevant Director of Service)

- 4.3 Board Members should avoid raising issues concerning named individuals and should observe the requirements of the Data Protection Act 1998 in relation to personal data
- 4.4 If a Board Member becomes aware of any conduct by another Board member which he or she reasonably believes involves a failure to comply with the organisation's Code of Conduct and rules of governance, he or she must write to that effect to the Chief Executive of Your Homes Newcastle as soon as is practicable to do so.
- 4.5 Board Members are expected to familiarise themselves with the Board Member Communication Protocol, attached at Appendix 2 to this Code.

5. Attendance

- 5.1 Board Members are expected to play an active role at board meetings and should be prepared to spend an appropriate amount of time reading papers and preparing for meetings.
- 5.2 Board Members must seek permission for any extended absence from Board meetings and risk removal from the Board if they are absent from 6 consecutive Boards meetings or 60 percent of Board meetings in any 12 month period.
- 5.3 If a Board Member is absent from three consecutive meetings or three in a six month period, this absence will be discussed by the Chair and the Board Member concerned, unless the Board had given approval to the absence.

6. Interests

- 6.1 All Board Members have a duty to act in the best interests of the organisation and Board Members must not generally put themselves in a position where there is a conflict between their personal interests and the duty they owe to Your Homes Newcastle.
- 6.2 All Board Members are expected to sign a declaration of interests which will be held with the statutory books by the Company Secretary and are open for public inspection. They should inform the Company Secretary promptly of any change of circumstances that affect their declaration of interests or affects information supplied to Companies House to register them as a board member.
- 6.3 Requirements for declarations of interest are covered in Articles 29 and 30 of the Your Homes Newcastle Articles of Association. These are attached as Appendix One to this Code of Conduct.

7. Resources

- 7.1 Board Members
- must not in their official capacity or any other circumstances, use their position as Board Members improperly to confer on or secure for themselves or any other person, an advantage or disadvantage;
 - must, when using or authorising the use by others of the resources of the organisation
 - act in accordance with Your Homes Newcastle's requirements;

- ensure that such resources are not used for political purposes unless that use could reasonably be regarded as likely to facilitate, or be conducive to, the discharge of the functions of Your Homes Newcastle or of the office to which the board member has been elected or appointed.

7.2 Board Members must disclose to the Chief Executive of Your Homes Newcastle the name of any relative who applies for a job at Your Homes Newcastle, if they are aware of this.

8. Expenses

8.1 Board Members will be reimbursed for reasonable out of pocket expenses incurred whilst on Your Homes Newcastle business. Claims for expenses should be supported by receipts. Mileage claims should be submitted on the expenses form, which can be obtained from the Company Administrator. All claims should be submitted monthly to the Company Administrator.

9. Gifts and Hospitality

9.1 Subject to paragraph 9.2, Board Members must not accept any gifts or hospitality or other benefits that are given by virtue of being a board member, or any activity carried out as a board member, of Your Homes Newcastle. There is no minimum threshold applied to third party benefits for this rule to apply and such benefits need not be financial.

9.2 Board Members may accept a gift or hospitality or other benefit if the acceptance of it cannot reasonably be expected to give rise to conflict.

9.3 If any Board Member has any doubt as to whether a benefit might give rise to a conflict, she/he should seek advice from the Company Secretary.

9.4 Where a benefit is accepted Board Members must notify the Company Secretary promptly and provide written details of the benefit.

10. Role of the Company Secretary

10.1 It is the role of the Company Secretary to help Board Members adhere to the Code of Conduct. Where there are examples of situations likely to lead to potential conflicts of interest that may be difficult to manage, Board Members are urged to seek advice from the Company Secretary on any matter of concern relating to this Code of Conduct.

11. Breaches of the Code of Conduct and Communications Protocol

11.1 Board Members will co-operate fully in any investigation or enquiry that arises from any complaint or allegation of breach of this Code of Conduct. The process for the investigation and adjudicating of breaches of the Board Member Code of Conduct and Communications Protocol is attached at Appendix 3 to this Code.

Articles 29 and 30 of the Your Homes Newcastle Articles of Association

29. (1) Any Board Member (which shall include interests of Family Members) having an interest in any arrangement between the Organisation and another person or body shall disclose that interest to the meeting before the matter is discussed by the Board or committee of the Board PROVIDED THAT if the interest exists solely because of the circumstances set out in Article 29(2)(a),(b) or (c) then the interest need not be specifically disclosed at that meeting so long as it is at that time properly recorded in a written Register of Interests of Board Members maintained by the Organisation. Unless the interest is of the type specified in Articles 29(2) or 29(3) the Board Member concerned shall not remain present during the discussion of that item unless requested to do so by the remaining members of the Board or committee of the Board. Unless permitted by Articles 29(2) or 29(3) the Board Member concerned may not vote on the matter in question, but no decision of the Board or any committee of the Board shall be invalidated by the subsequent discovery of an interest which should have been declared.
- (2) Provided the interest has been properly disclosed pursuant to Article 29(1) a Board Member may remain present during the discussion and may vote on the matter under discussion where the interest arises because:
- (a) the Board Member is a Tenant so long as the matter in question affects all or a substantial group of Tenants; or
 - (b) the Board Member is a director or other officer of a company or body which is a parent, subsidiary or associate of the Organisation; or
 - (c) the Board Member is an official or elected member of any statutory body.
- (3) A Board Member shall not be treated as having an interest:
- (a) of which the Board Member has no knowledge and of which it is unreasonable to expect him to have knowledge;
 - (b) in the establishment of a policy in respect of Board Member expenses payable pursuant to Article 24.
30. If a question arises at a meeting of the Board or of a committee of the Board as to the right of a Board Member to vote, the question may, before the conclusion of the meeting, be referred to the chair of the meeting and his ruling in relation to any Board Member other than himself shall be final and conclusive.

For clarification, Family Member means, in relation to a Board Member, their spouse, partner, parent, parent-in-law, son, daughter, stepson, step-daughter, child of a partner, brother, sister, grandparent, grandchild, uncle, aunt, nephew, niece, or the spouse or partner of any of the preceding persons and “partner” means a person who lives with a Board Member as husband, wife or same sex partner. (Articles of Association).

Further Guidance on Conflicts of Interest

Board Members must declare an interest in an item of business if it could be thought that they or a Family Member might be affected financially, or in any other way by that decision, to a greater extent than other tenants or other people who live in the City.

They must similarly declare an interest if the decision is likely to materially affect financially or otherwise any employer or employment of theirs or a Family Member or business carried out by them or a Family Member, or of which they are a partner or director.

Board Members can participate in discussion and decisions on any item in which they have an interest if their interest arises solely because:

- They are a tenant and the issue does not relate specifically to their tenancy but affects all or a substantial number of tenants

For example a conflict of interest would not arise from their discussion of the investment programme, from which they along with a substantial number of tenants might benefit or from a decision about a rent increase which would affect all tenants. However, a conflict could arise if there was a specific discussion about inclusion of a scheme from which they and a small number of tenants would benefit.

- They are a director of, or work for, another organisation that works alongside Your Homes Newcastle or is a public organisation, provided that the decision will not have any significant financial affect on that organisation.

For example, a Board member may work for Northumbria Water, a partner of Your Homes Newcastle and contribute to discussions on collection of rent arrears, an element of which is water rates. A possible conflict of interest would arise if the Board were to consider whether Your Homes Newcastle should continue to collect water rates on behalf of Northumbria Water.

- They work for, or are an elected member of, the City Council.

For example, Council nominees on the Board can participate in discussions about issues related to the City Council, unless the item of business is principally concerned with any dispute, or potential dispute, between Your Homes Newcastle and the City Council.

Board Member Communication Protocol

1 Introduction

The role of a Your Homes Newcastle Board Member is to :

- provide strategic leadership;
- be legally responsible and answerable to both the Council and tenants for the activities of the organisation;
- check and review performance.

For the most part, Board Members discharge these responsibilities through attendance at board and committee meetings. In addition, however, Board Members also have an ambassadorial role and have a responsibility to the organisation to reflect its values and act in an appropriate manner at all times. This protocol is designed to give guidance to both Board Members in carrying out their role and to officers in supporting them in their work for Your Homes Newcastle.

2 Individual Tenant Issues

Whatever their background, Board Members sit on the Board as individuals and do not represent a particular constituency, area or group. Members are on the Board because of their background, the experience and skills that they bring to the table which contribute to effective decision-making. These can be skills and experiences gained as a result of being a tenant, a councillor, through work or voluntary experience or a combination of all these.

Board Members do not have a role as advocates or representatives. They do not speak on behalf of any group or represent any interest group in their role as Board Members. Board Members are directors of a company and have a legal responsibility to put the needs of Your Homes Newcastle and its tenants first and to take decisions collectively that are in the best interests of the organisation and tenants as a whole.

From time to time Board Members may be approached by individual tenants who may ask them to intercede on their behalf on a matter of Your Homes Newcastle business. Addressing operational issues is the role of the officers of Your Homes Newcastle and there are established policies and procedures that cover the full range of issues that tenants may want addressed, including a formal complaints procedure. These procedures and policies need to be followed when dealing with all cases to ensure that all tenants have equal access to a fair and equitable service.

If Board Members are approached by tenants to intercede on their behalf, Board Members should politely refer tenants back to the most appropriate officer. If the board member is unsure who that officer is they can refer the tenant to the appropriate member of the Your Homes Newcastle Senior Management Team. Board Members who are also Councillors do have a role to take up issues on behalf of constituents and to act as advocates and representatives. When acting in their capacity as Councillors, Board Members must be clear about the capacity in which they are acting.

3 Communication between Board Members and YHN Officers

Board Members and Your Homes Newcastle officers will always treat each other fairly and with respect.

Your Homes Newcastle officers and Board Members will treat each other professionally and politely at all times. Officers will answer phone calls and letters from Board Members promptly and will provide Board Members with the information and support they need to carry out their responsibilities as Board Members.

4 Communicating with the Press and other Media

The Chair of the Board is the main spokesperson for Your Homes Newcastle. He or she is the only board member with the sanction to speak directly to the press or other media in the role of spokesperson for the organisation.

In the absence of the Chair, one or other of the Vice Chairs may be called upon by the Chief Executive of Your Homes Newcastle to act as spokesperson for the organisation.

No other board member has the role of speaking to the press unless this is with the prior agreement of either the Chief Executive or Company Secretary.

If a board member is approached by the press or other media, such approaches need to be redirected to the Chief Executive, Company Secretary or the Your Homes Newcastle Lead Communications Officer.

Board Members may be asked to contribute to press or media events that are organised by Your Homes Newcastle. This is part of their ambassadorial role and should be agreed with a member of the Your Homes Newcastle Senior Management Team.

5 Communication with External Bodies

The Chair of the Board is the main spokesperson for Your Homes Newcastle and its Board. In the absence of the Chair, one of the Vice Chairs may be asked to act in this capacity by the Chief Executive.

Other Board Members do not have a role as spokesperson for the organisation at meetings or events with external bodies, unless this at the specific request of a member of the Senior Management Team, or agreed in advance with a member of the Senior Management Team. The only exception to this is Board Members who are the Council nominees. As the Council's representatives on the Board, they are answerable to other Councillors for the work of Your Homes Newcastle. Therefore Council nominated Board Members do have a role in representing Your Homes Newcastle to other Councillors and answering their questions about the organisation.

Board Members must be aware at all times that they often have a number of different roles, dependent on the context, and that they must be clear to both themselves and to external bodies in which capacity they are acting when attending or speaking at external meetings or events.

Process for Investigating and Adjudicating Breaches of the Board Member Code of Conduct and Communications Protocol

1. Introduction

The Code of Conduct and Communications Protocol covers all members of the Board of Your Homes Newcastle. The following sets out the process by which any alleged breaches will be investigated and how these allegations will be adjudicated.

2. Investigation

Any alleged breach of the Code of Conduct and Communications Protocol by a Board Member must be reported in writing to the Your Homes Newcastle Company Secretary. This can be done by another Board Member, member of staff at Your Homes Newcastle or the City Council or a tenant, leaseholder or any other member of the public.

Once notified of an alleged breach, the Company Secretary will:

- Acknowledge receipt of the allegation in writing within 3 working days
- Investigate the alleged breach by contacting the Board Member who has allegedly breached the Code within 3 working days
- Make sure the person making the allegation receives a full written response within 15 working days.
- If the allegation needs more investigation and the Company Secretary cannot respond within 15 working days, the Company Secretary will write to the person making the allegation to let them know when they can expect a written response.

It is a requirement of the Code of Conduct that Board Members must co-operate with investigations into any alleged breaches of the Code and Protocol. Refusal to respond or otherwise co-operate will, in itself, be a breach of the Code.

If the Board Member agrees that the breach did take place, the next steps will depend on the type of breach. Options could include:

- Apology to the person or persons affected
- Hearing by the Board

If the Board Member does not agree that the breach took place or disputes any aspect of the allegation then the Company Secretary will conduct a complete investigation. This could include:

- The response to the allegation from the Board member concerned
- Further statements from the complainant
- Any other statements from witnesses
- Any other evidence pertinent to the investigation

All information gathered through this investigation will be made available to the Board Member concerned

3. Hearing

The Company Secretary will write a report detailing:

- The allegation
- The Board Member's response
- Any other relevant information
- The Company Secretary's recommendation

The Board will hear all allegations of breaches of the Code of Conduct and Protocol.

The investigation report will go to the next ordinary meeting of the Board and will form the basis for its adjudication of the outcome of the allegation. The item will be confidential and heard in closed session of the Board.

The Board Member will receive a copy of the investigation report. The Board Member will also have the opportunity of making representation to the Board on the alleged breach.

The complainant will also have the right to a copy of the investigation report and the right to make representation to the Board.

If the allegation is upheld, the Board is empowered to make any sanction it feels appropriate, including expulsion. Removal of a Board Member must be agreed by three quarters of the Board.

If the allegation is not upheld, there will be no further action.

4. Right of Appeal

For Board Members or members of Your Homes Newcastle staff - there is no right of appeal once the Board has decided on its course of action

For members of the public – if unsatisfied with the outcome, they can ask for the complaint to be reviewed by the Head of Democratic Services or take the issue to the Local Government Ombudsman, in accordance with the Your Homes Newcastle Complaints process.



Your Homes
Newcastle

Board Succession Plan 2009/2010

Version 1: November 2009

Board Succession Plan 2009/2010

Contents

- 1 Introduction**
- 2 Aims and Objectives**
- 3 Business Planning**
- 4 Equality and Diversity**
- 5 Governance Structure**
- 6 Board Development**
- 7 Succession Planning**
- 8 The Action Plan**
- 9 The Review**
- 10 Action Plan: Towards a Representative Board**

1 Introduction

The Board has a responsibility to lead the organisation and it is therefore crucial that board members have the right skills, knowledge and behaviours for today's activities and also for future changes and challenges. The Board acknowledges that the skills, knowledge and experience required to lead the organisation will change in response to market developments, requirements, opportunities and challenges.

This plan sets out the actions necessary to retain, develop and recruit board members and by reviewing the plan each year we can be assured that when we recruit we know what the board requirements are, what course of action it is planned to take, when it will be taken and how.

2 Aims and Objectives

The aims of the Board Succession Plan are to:

- ensure that the organisation takes a strategic approach to board continuity;
- demonstrates how Your Homes Newcastle will plan for the future when dealing with board member recruitment, retention and development;
- ensure that effective and efficient governance of the organisation is assured at all times through the board and its committees.

The Plan has four objectives. These are:

1. **The Board possesses the required skills, knowledge and behaviours to enable it to effectively carry out its role:** this relates to annual appraisal and continued development of board members and focussed recruitment addressing any skills gaps.
2. **The Board is representative of the community it serves** – this demonstrates the organisation's commitment to equality and diversity in all that we do and will be monitored by an annual demographic survey.
3. **Board Members receive appropriate learning and development** – this recognises that additional skills might be required for board members. This demonstrates the commitment of the organisation to providing team and individual development opportunities.
4. **To raise the profile of the Board in the community** – this recognises the need to stimulate interest in people wanting to put themselves forward for board membership.

3 Business Planning

As the organisation changes the Board should change to meet new challenges. An effective board is key to the success of the organisation and board members must have the skills, knowledge, experience, and drive to lead the strategic delivery of the organisation's mission and objectives.

Our mission statement

"Your Homes Newcastle intends to be the best housing provider in the North East"

Our strategic objectives determine how we will achieve our mission. They provide the framework for our organisation and determine how our priorities are set and how performance throughout the organisation is measured.

Our strategic objectives

- **S**upport and care to communities
- **T**hree star excellent services
- **A** quality workforce
- **R**efurbishing and building homes

To deliver our mission and objectives, the organisation needs to be well run and well managed: led by a Board that understands its governance responsibilities and that demonstrates its commitment to achievement through actions.

The Board has ultimate responsibility for setting the overall strategic direction of the organisation. The Board's central role is to direct our work and to make decisions that are in the organisation's best interests as well as in the best interests of our customers.

The Board therefore needs the right people and the organisation needs to work to retain them and to continually develop them as individuals and as a Board.

4 Equality and Diversity

The Plan demonstrates how we intend to meet the commitment the organisation has made to the principles of equality and diversity, including working towards a Board that is representative of the communities it serves in respect of age, disability, gender, race, sexual orientation and religious belief.

Your Homes Newcastle recognises that everyone's needs must be met in different ways and believes that everyone should be treated fairly and with respect in an environment that is free from discrimination and harassment.

Equality and diversity is at the heart of everything we do on a day to day basis and the Board has a strategic role in developing this culture.

We have a determination to have a Board that is representative of the communities it serves and a Board that has a high level of knowledge and awareness of local issues that affect our diverse communities.

To understand the equality and diversity make-up of the Board we will conduct an annual demographic survey so that we can compare the board profile with that of our customers to help us achieve a board that is representative of the communities we serve.

5 The Governance Structure

Your Homes Newcastle is an Arms Length Management Organisation (ALMO) set up in April 2004 to manage Newcastle City Council's housing stock.

It is managed by a Board made up of six council nominees, six independent members, six tenant members and a Chair who is independent of these three groups.

To support the Board in delivering effective and efficient decision-making there are four committees: Audit; Finance and Resources; Customer and Service Delivery; and Performance. These committees have delegated powers to perform on behalf of Board in relation to functions, matters and services. This committee structure means that the Board can focus on its strategic leadership.

The day to day operational activities of the organisation are managed by the Chief Executive and his Senior Management Team.

6 Board Development

We need to make sure that our Board is equipped with sufficient expertise and knowledge to exercise capable leadership and control of the organisation. We are therefore committed to developing the knowledge and capability of our board members.

Board members undergo a comprehensive induction programme that includes personal development in their roles and responsibilities as company directors. We have an annual learning and development plan and deliver training to meet the needs of the individual. We have a Buddy Scheme in place for new board members and we encourage board members to undertake a Governance Qualification.

We value Board Member appraisal as an integral part of succession planning. This is a valuable tool in reviewing and monitoring the performance of individual members, the Board and its committees. The appraisal process is carried out each year by the Chair of the Board.

The Chair of the Board is appraised each year by a panel of board members.

7 Succession Planning

The Articles of Association set out the rules governing succession through a rotational plan for the three groups of board members with tenants and independent board members standing down from the Board at each Annual General Meeting.

The rotational plan benefits the organisation because there is a level of continuity and consistency within the Board at all times yet it provides an opportunity to refresh the Board with people who can bring new ideas, knowledge, skills and experience.

Your Homes Newcastle has set the maximum time that a board member can serve to three terms, a maximum of nine years.

Board members who are standing down can put themselves forward for re-appointment, if they are eligible to do so. They are considered along with any other people who put themselves forward to the positions of board member.

The table below illustrates how the rotational plan applies to board members:

	AGM 2005	AGM 2006	AGM 2007	AGM 2008	AGM 2009	AGM 2010
Independent	2	2	2	2	2	2
Tenant	2	2	2	2	2	2
Council	The six council nominees are nominated each year by Newcastle City Council at the Council's Annual Meeting in early May.					

It is the Chair's responsibility to lead the Board and therefore it is essential that the Chair has the right skills, knowledge and behaviours to lead the strategic direction of Your Homes Newcastle.

The Chair is appointed by Board in accordance with the Articles of Association. The appointment of the Chair also needs the written approval of Newcastle City Council. The Chair is appointed for a term not to exceed three years. There is no restriction in the Articles as to the number of terms that a Chair may serve; however it would be good practice for the Chair to serve the same number of terms as a board member, that is no more than three terms. On appointment, a Contract for Services is entered into with the Chair. This contract includes the period of appointment and the position on termination.

The Action Plan for future recruitment of a Chair will include a review of the postholder's performance by a panel including board members. The panel will consider the need for a level of continuity and consistency balanced with the opportunity of appointing someone who can bring new ideas, knowledge, skills and experience to the Board. The issues contained in the

Action Plan 'Towards a Representative Board' will be followed in relation to retaining or replacing the Chair.

8 The Action Plan

The Action Plan 'Towards a Representative Board' sets out the issues that have to be taken into account and the processes to be followed in relation to retaining or replacing board members.

9 Review

The Plan will be reviewed each year.

10 Action Plan - Towards a Representative Board

Objective 1: The Board possesses the required skills, knowledge and behaviours to enable it to effectively carry out its role				
	Action	Timetable	Lead Officer	Intended Outcome
1.1	Board Members to complete an appraisal with the Chair of the Board	Annual By 31 July each year	Company Administrator Chair	Review of individual and Board performance and identification of training and development needs (individual and team) to feed into the Board Learning & Development Plan
1.2	Induction programme for new board members including Buddy Scheme	September to December	Company Administrator	To understand board members roles and responsibilities; Familiarisation with the services YHN delivers. Gain confidence and knowledge to contribute to decision making.
1.3	Board Members to complete a self-assessment of skills and knowledge	Annual By January	Organisational Development	To identify skills gaps to guide recruitment
1.4	Advertisements written to highlight the skills needed on the Board	Annual or as required eg: casual vacancies	Company Administrator	To address skills gaps by encouraging new board members with the required skills/knowledge
1.5	Target individuals in the community and professional bodies (such as CBI, Chamber of Commerce, Women into the Network, Business into the Community)	Annual or as required eg: casual vacancies	Company Administrator	To address skills gaps through targeted recruitment
1.6	Advertise vacancies for tenant and independent board members	Annual or as required eg: casual vacancies	Company Administrator	Open recruitment for tenant and independent members. Opportunities to attract wider potential candidates to meet aims of achieving a representative board.

Objective 2: The Board is representative of the community it serves				
	Action	Timetable	Lead Officer	Intended Outcome
2.1	Demographic survey of current board to compare with customer profile in particular age, disability, gender, race, sexual orientation and religious belief.	Annual December	Company Administrator /Policy & Research Team	To understand the equality and diversity make-up of the Board compared to our customer profile to achieve a board that is representative of the communities the organisation serves.
2.2	Advertise and promote board membership : <ul style="list-style-type: none"> • Groups representation BME, LGB, Young people • Tenants Federation • Tenants & Resident Associations • BME Groups • SIAG • Professional bodies 	As vacancies arise and at appropriate events during the year	Company Administrator	Increase local awareness that appointments to board are open to all.
2.3	Advertisement to include reference to those areas where we are under represented and images, where used, to be representative of the targeted groups	At design of advert	Company Administrator	Increased representation from targeted groups
2.4	Advertise vacancies in local press, website, community housing officers, community centres, voluntary organisations/representative groups	As vacancies arise	Company Administrator	Publicise board vacancies
2.5	Promotion material to be produced in different languages as required	As vacancies arise	Company Administrator	To make sure that we reach a wider audience.
2.6	Advise Newcastle City Council about need for a representative board in terms of the six diversity strands	At time of annual selection	Company Administrator	For NCC to nominate reps who are representative of our customers

Objective 3: Board members receive appropriate learning and development				
	Action	Timetable	Lead Officer	Intended Outcome
3.1	Learning and Development Plan to deliver corporate training (such as equality and diversity; governance) and individual training needs identified at appraisal	Annual End of April	Organisational Development/Company Administrator	To have a Board that is equipped with the skills and knowledge to make strategic decisions to take the organisation forward.
3.2	External conferences	As they arise	Company Administrator Board Members	Encourage board members to look for opportunities to develop their knowledge relevant to their role and to YHN.
Objective 4: To raise the profile of the Board in the community				
	Action	Timetable	Lead Officer	Intended Outcome
4.1	Early approach to raising with board the rotational requirements for board members to stand down	Annual March	Company Administrator	Board continuity
4.2	Advertise board meetings in: <ul style="list-style-type: none"> • Homes + People • City Life • Evening Chronicle • Website • Community Housing Offices • Tenants Federation Offices 	Throughout the year	Company Administrator	Increase awareness of the organisation and Board. To encourage/raise public local interest in the work of the Board
4.3	Promote the work of the Board at tenant and leaseholder events and at Neighbourhood Meetings	Throughout the year	Company Administrator Tenant Involvement Leasehold Team Housing Managers	Raise awareness of the Board and opportunities for board membership
4.4	Publish board papers and minutes on website	Throughout the year	Company Administrator	To demonstrate transparency in decision making.
4.5	Articles in Homes + People	Twice yearly	Company Administrator Communications Team	Increase interest in the work of the board and stimulate interest

				in joining the Board
4.6	Hold Board information event and invite potential board members to attend board meetings as observers	Annual	Company Administrator	To promote board membership and understanding of the organisation and role of board members before putting in an application
4.7.	Maintain records of people interested in board membership	Throughout the year	Company Administrator	Draw up a pool of people who are interested in board membership.
4.8	Attend tenant involvement events to promote board membership	When suitable events are programmed	Company Administrator Tenant Involvement	To promote board members and encourage potential board members



Your Homes
Newcastle

Standing Orders for Board and Committee Meetings

Version 2 : November 2009

Standing Orders for Board and Committee Meetings

Contents

1	First Meeting
2	Ordinary Meetings
3	Extraordinary meetings
4	Open and private Meetings
5	Items on Board Agenda
6	Time and Place of Meetings
7	Notice of Meeting
8	Chair of Meeting
9	Quorum
10	Duration of Meeting
11	Questions by Members of the Public
12	Minutes
13	Disturbance
14	Declaration of Interests
15	Access to Information
16	Exclusion of Access to Meetings
17	Work Programmes
18	Board Diary
19	Board Reports
20	Non Attendance
21	Conduct of Business
22	Declaration of Interest

Standing Orders for Board Meeting

The following procedures apply to meetings of the Your Homes Newcastle Board and Committees.

1. First Meeting

- 1.1 At the first meeting following each Annual General Meeting of Your Homes Newcastle, the Board shall
- a. Elect a person to preside if the Chair is not present
 - b. Receive apologies
 - c. Receive any declarations of interest from members
 - d. Members will be requested to switch off mobile phones
 - e. Elect the two Vice Chairs for the coming year
 - f. Approve the minutes of the last meeting
 - g. Receive any announcements from the Chair
 - h. Decide which committees to establish for the coming year, their terms of reference, membership and to appoint chairs of committees
 - i. Make any appointments to outside bodies which are reserved to the Board to agree
 - j. Agree the programme of Board meetings
 - k. Consider any business that has been set out in the agenda attached to the notice convening the meeting
 - l. Board members will be also be able to raise items that are not elsewhere on the agenda, though it is the decision of the Chair as to the manner in which these matters will be dealt with.

2. Ordinary Meetings

- 2.1 Ordinary meetings of the Board will take place according to the timetable agreed at the first meeting following the Annual General Meeting. Ordinary meetings will:
- a. Elect a person to preside if the Chair or either of the Vice Chairs is not present
 - b. Receive apologies
 - c. Receive any declarations of interest from members
 - d. Members will be requested to switch off mobile phones
 - e. Approve the minutes of the last meeting
 - f. Receive any announcements from the Chair
 - g. Receive questions from and provide answers to members of the public that are in accordance with the protocol on questions from the public at section 11
 - h. Receive reports and minutes from the Chief Executive, other Your Homes Newcastle officers or the Board's committees and receive questions and answers on these reports or minutes
 - i. Consider notices of motion
 - j. Consider any other business that has been included in the notice convening the meeting
 - k. Board members will be also be able to raise items that are not elsewhere on the agenda, though it is the decision of the Chair as to the manner in which these matters will be dealt with.

3. Extraordinary meetings

3.1 Those listed below may request the Company Secretary to call extraordinary Board meetings to conduct the business specified in the notice of the meeting:

- a. The Chair
- b. The Chief Executive of Your Homes Newcastle
- c. The City Council's representative (currently Barry Rowland, Chief Executive)
- d. A third of the members of the Board if they have signed a request presented to the Chair and he/she has refused to call a meeting or has failed to call a meeting within seven days of the presentation of the request.

4. Open and Private meetings of the Board

4.1 Board meetings will be open to the public, subject to the access to information rules set out in section 15

4.2 The agenda for meetings of the Board will be divided as follows:

- a. Matters that can be considered in open session with members of the public and press present
- b. Matters to be considered in private session
- c. The minutes of confidential business will be considered in private session.

5. Items on the Board Agenda

5.1 Items from Officers

Items on the agenda will provide:

- a. The name of the officer who will speak to the report at the Board meeting
- b. The name and phone number of an officer who can be contacted for further information

All items will be included on the agenda with the agreement of the Chair

5.2 Items from the Chair

The Chair may place any item that s/he wishes on the agenda. The Chief Executive will comply with such requests.

5.3 Items from Board Members

Board Members may place items on the agenda with the agreement of the Chair. There is also the opportunity at each meeting for Board Members to raise issues that aren't dealt with elsewhere on the agenda. However it is up to the Chair to decide how these matters will be dealt with.

6. Time and Place of Meetings

- 6.1 The time and place of meetings will be agreed by the Board and the Chief Executive or Company Secretary and will be included in the notice of meeting.

7. Notice of Meeting

- 7.1 At least five days before the Board meeting the Company Secretary will send an agenda to every member of the Board. This will give the time and place of each meeting and specify the business to be conducted. The agenda will be accompanied by reports that are available at this time. Where unavoidable and with the agreement of the Chair, a supplemental agenda will be sent out three days before the meeting with late reports. Only in exceptional circumstances will reports be tabled and this will only be by permission of the Chair.

8. Chair of Meeting

- 8.1 The person presiding at the meeting may exercise any power or duty of the Chair. This also applies to the Chairs of Committees.

9. Quorum

- 9.1 The quorum for meetings of the Board will be six members: two tenant members, two independent members and two council members.
- 9.2 The quorum for meetings of Committees will be two board members.
- 9.3 If a quorum is not present in the first half an hour of the advertised starting time of the meeting the meeting will be adjourned to the same day and time the following week, or an alternative time agreed by the Board members present. The Company Secretary is to ensure that all Board members are aware of the reconvened meeting time and place.
- 9.4 If at the reconvened meeting a quorum is not present within half an hour of the advertised meeting time, then the Board Members present will constitute a quorum.
- 9.5 If during any meeting the Chair counts the number of members present and declares that the meeting does not have a quorum, then the meeting will be adjourned immediately and the remaining business either conducted at the next scheduled Board meeting or at a time and date fixed by the Chair.

10. Duration of Meeting

- 10.1 Meetings should be for a maximum of two hours. Board members would need to agree that a meeting can run for longer than two hours. Board members and officers should contribute to the achievement of this two-hour objective. If the meeting runs over and it is agreed to adjourn, then remaining business will be dealt with at the next scheduled Board meeting or at a time and date set by the Chair.

11. Questions by Members of the Public

- 11.1 Members of the public may ask questions of individual Board members or of the Board as a whole at ordinary meetings of the Board. Questions to the Board as a whole will be dealt with by the Chair.
- 11.2 The maximum period of time for dealing with questions from the public at any Board meeting shall be fifteen minutes.
- 11.3 Questions can only be asked if they have been notified to the Chief Executive or Company Secretary, in writing, no later than 48 hours before the start of the meeting. Questions should include the name and address of the questioner.
- 11.4 A maximum of two questions may be submitted by one individual at any one meeting.
- 11.5 The Chief Executive or Chair will reject a question if it:
- Is not a matter which is the responsibility of Your Homes Newcastle
 - Is defamatory, frivolous or offensive
 - Is substantially the same as a question that has been asked at a Board meeting in the past 6 months
 - Requires the disclosure of confidential information
- 11.6 Copies of all questions to be posed at the meeting will be circulated to the Board and members of the public attending the board meeting. People who pose rejected questions will be told why they were rejected.
- 11.7 If the questioner is present, the Chair will invite him/her to pose the question. If she/he is not present the Company Secretary may ask the question on the questioner's behalf. The Chair will indicate whether a written reply will be provided or if the question will not be dealt with.
- 11.8 A questioner who has put a question in person has the right to ask one supplementary question, without notice. This must arise directly from the original question or reply. The Chair may reject a supplementary question on any of the grounds listed above.
- 11.9 Questions not dealt with in the 15 minutes allocated at Board meetings will be answered in writing.
- 11.10 Any member of the Board can move that a matter raised by a question should be referred to a committee or the Chief Executive. Once seconded, such a motion will be voted on without further discussion.

12. Minutes

- 12.1 The Chair will sign the minutes of the proceedings at the next meeting. The Chair will move that the minutes of the previous meeting be signed as a correct record.

12.2 Minutes will record the discussion and debate of all items and record all decisions made.

13. Disturbance

13.1 If a member of the public interrupts proceedings, the Chair will warn that person. If she/he continues to interrupt, the Chair will order his/her removal from the room.

14. Declaration of Interests

14.1 When at a meeting of the Board or a committee a member has declared a pecuniary interest or a non-pecuniary interest that prevents them from voting and speaking, that member will leave the meeting room during the discussion and voting on the item of business except by agreement of the meeting.

15. Access to Information

15.1 These rules apply to all Board and Committee meetings of Your Homes Newcastle.

- a. Members of the public may attend all general meetings and meetings of the Board and its committees subject only to the exceptions in these rules.
- b. Your Homes Newcastle will make copies of the Board agendas and reports open to the public both on the internet and for inspection at its Headquarters at least three clear days before the meeting. Agendas and papers for committee meetings will be available on request from the lead officer of the committee at least three clear days before the meeting
- c. Reports to the Board will list background papers relating to the subject matter of the report. These background papers will be available for public inspection at the Your Homes Newcastle headquarters.

16. Exclusion of Access to Meetings - Confidential information

16.1 Members of the public must be excluded from meetings whenever it is likely in view of the nature of the business to be transacted or the nature of the proceedings that confidential information would be disclosed.

16.2 Confidential information means:

- a. Information given to Your Homes Newcastle by another body on terms that forbid its public disclosure, or information that cannot be publicly disclosed by Court Order.
- b. Information relating to a particular employee, former employee or applicant to become an employee of Your Homes Newcastle, or a particular office-holder or former office holder or applicant to become an office holder of Your Homes Newcastle.

- c. Information relating to any particular occupier, or former occupier of, or applicant for, accommodation managed by Your Homes Newcastle , or recipient of services provided by Your Homes Newcastle.
 - d. Information relating to the financial or business affairs of any particular person or organisation (other than Your Homes Newcastle).
 - e. The amount of any expenditure proposed to be incurred by Your Homes Newcastle under any particular contract for the acquisition of property, the supply of goods or services or the terms or proposed terms of any such contracts
 - f. The identity of Your Homes Newcastle as the organisation offering any particular tender for a contract for the supply of goods or services
 - g. Information relating to any consultations or negotiations or other discussions in connection with industrial relations.
 - h. Any instructions to counsel and any opinion of counsel (whether or not in connection with any proceedings) and any advice received
 - i. Information obtained or action to be taken in connection with
 - I. Any legal proceedings by or against Your Homes Newcastle
 - II. The determination of any matter affecting Your Homes Newcastle
 - j. Any action taken or to be taken in preventing, investigating or prosecuting crime
 - k. The identity of a protected informant
- 16.3 Reports dealing with any of the issues listed above and therefore to be discussed in “closed” session of the Board will also be confidential and not for publication.

17. Work Programmes

- 17.1 The Chief Executive will produce a work programme outlining the future priorities of the Board and when s/he intends to bring these matters to the Board for consideration. Lead Officers will do the same for Committees.

18. Board Diary

- 18.1 The Company Administrator will maintain a diary of all meetings involving Board members throughout the year. Officers wishing to arrange a meeting involving Board members will need to refer the proposed date to the Company Administrator to avoid a clash of dates or overload of Board Members.

19. Board Reports

- 19.1 Reports to the Board will
- a. Identify items for information or decision
 - b. Identify whether confidential
 - c. Be succinct and to the point
 - d. Identify the officer who will speak to the report at the meeting
 - e. Identify a contact officer for further information
 - f. Be put on the agenda with the approval of the Chair and/or Vice Chairs
 - g. Not be tabled at meetings unless there are exceptional circumstances and tabling is agreed by the Chair

20. Non Attendance

- 20.1 Members who are unable to attend a Board meeting are expected to notify the Chief Executive, Company Administrator or Committee Lead Officer as soon as they are aware that they will not be able to attend the meeting. Members who are unable to attend are encouraged to contact the Chief Executive to make their views known on a particular report and ask that these are communicated to the meeting.
- 20.2 Board Members must seek permission for any extended absence from Board meetings and risk removal from the Board if they are absent from 6 consecutive Board meetings or 60 percent of Board meetings in a 12 month period.
- 20.3 If a Board Member is absent from three consecutive meetings or three in a six month period, this absence will be discussed by the Chair and the Board member concerned, other than if the Board had given approval to the absence.

21. Conduct of Business

- 21.1 At the start of the meeting the Chair will invite any visitors to identify themselves to the meeting. Board Members and Officers of Your Homes Newcastle will be expected to wear their name badges. In addition, Board Members will be identified by name plates on the table.
- 21.2 The Chair will then ask if there are “any items to be raised no on the agenda” and will decide whether or not they can be considered within the time available. Board Members should refrain from raising issues of substance in this way.
- 21.3 The meeting should follow the agenda and discussions will focus on the issues raised in the reports.
- 21.4 The Chief Executive, Senior Management Team, Company Administrator and Board Members will sit at the meeting table. Other staff and members of the public may also sit at the meeting table, space permitting. Lead officers presenting reports will be expected to join members at the table and answer any questions relating to the report under consideration. Officers, with the Chair’s permission, may withdraw from the meeting once their business at the Board meeting has been concluded.

- 21.5 The role of officers at Board meetings is to support the Board and assist in the decision-making process. Such contributions are at the invitation of the Chair.
- 21.6 In some circumstances it is also possible that contributions from members of the public could assist in the Board's decision-making process. These contributions will always be relevant, concise and provide Board members with specific information that will assist in reaching an informed decision. Such contributions can only be made with the permission of the Chair.
- 21.7 Only one person shall speak at a time, the Chair indicating the order in which people can contribute. The Chair's ruling on who may speak and on other "points of order" is final.
- 21.8 The Chair will summarise the decisions of the Board at the end of each item.
- 21.9 Board members will abide by their agreed Code of Conduct, including respecting the views of others. However, the Chair can request a member to be silent if she/he is behaving in a manner that is not contributing to effective decision-making.
- 21.10 Board Members should avoid raising issues concerning named individuals.
- 21.11 Where a matter is put to a vote it shall be decided by a majority of votes. Each Board Member present shall have one vote, however in the event of a tied vote, the Chair will have a second and casting vote.
- 21.12 Where a member is proposing to raise a major issue or an issue of sensitivity the member should notify the Chair in advance of the meeting.
- 21.13 The Chairs of Board committees (where present) will be expected to advise the meeting, where necessary, on issues that have been considered in their committees.

22. Declaration of Interests

- 22.1 All Board Members have a duty to act in the best interests of Your Homes Newcastle when they make decisions at Board meetings.
- 22.2 Board Members must not put themselves in a position where there is a conflict between their personal interests and the duty they owe to Your Homes Newcastle.
- 22.3 Board Members are expected to abide by the Board Member Code of Conduct including the declaration of interests. If a Board Member does declare an interest this will be recorded in the minutes of the meeting.
- 22.4 If in doubt, Board Members are expected to declare the interest and not vote on the matter.