



Your Homes  
Newcastle

# Standing Orders for Board and Committee Meetings

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# 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 Vice Chair(s) 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 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 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 are not 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 three 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:
- a. Is not a matter which is the responsibility of Your Homes Newcastle
  - b. Is defamatory, frivolous or offensive
  - c. Is substantially the same as a question that has been asked at a Board meeting in the past 6 months
  - d. 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 Member commitments.

## **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.

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A company controlled by Newcastle City Council.