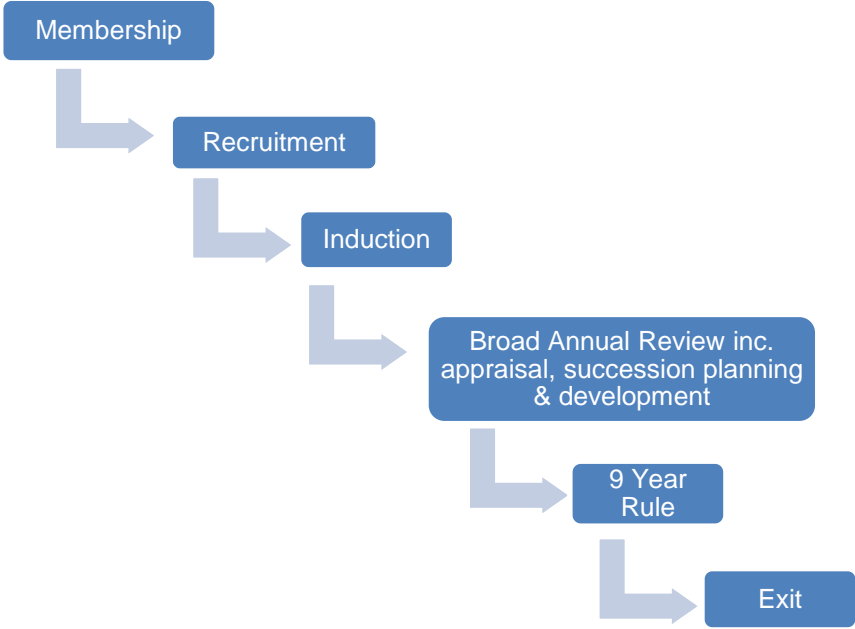




Title	Board Effectiveness Policy
Purpose	This policy seeks to ensure that the Association attracts, retains, and develops and plans for succession to maintain an effective Board.
Scope	<p>This policy applies to all Board members of Maryhill Housing.</p> <p>This policy should be read in conjunction with the Board Members' Code of Conduct.</p>
Definitions	<p>Shareholding Member – a person who holds a share in the Association and whose name is entered in the Register of Members.</p> <p>Board Member – a person who is elected to the Board of Management at the annual general meeting by Shareholding members.</p> <p>Co-optee – a person who is elected to the Board of Management by Board members to fill a vacant position.</p> <p>9-Year Rule - The Association's Rules and Scottish Housing Regulator sets out the requirement for the Board to be satisfied that anyone seeking re-election having completed nine years' continuous service is able to demonstrate continued effectiveness.</p> <p>Governance Effectiveness Plan – an action plan that contains improvement identified through the annual Board review.</p>
Policy Statement	<p>The Journey of a Board Member</p> <p>The diagram below details the journey of a Board member at Maryhill Housing.</p>  <pre> graph TD A[Membership] --> B[Recruitment] B --> C[Induction] C --> D["Broad Annual Review inc. appraisal, succession planning & development"] D --> E[9 Year Rule] E --> F[Exit] </pre>

Membership

All full Board members elected at an Annual General Meeting (AGM) or filling a casual vacancy must be members of the Association. Board members joining as a co-optee do not require to be members of the Association. Any potential new Board member will be asked to complete a shareholding membership application form, if they are not already members, which will be presented to the Board for approval.

Whilst it is the Association's intention to encourage membership, the Board has absolute discretion in deciding on applications for shareholding membership and the following shall constitute grounds for refusal of an application for shareholding membership:

- Where membership would be contrary to the Association's Rules or policies; or
- Where a conflict of interest may exist which, even allowing for the disclosure of such an interest, may adversely affect the work of the Association; or
- Where the Board considers that accepting the application would not be in the best interests of the Association.

If the Board approve the application, the applicant will immediately become a member and their name will be added to the Register of Members.

Membership of the Association will end if:

- A member resigns their membership; or
- The Board reasonably believes that the member has failed to tell the Association of a change of address; or
- The member does not attend, submitted apologies, exercised a postal vote, or appointed a representative to attend and vote on their behalf by proxy for five annual general meetings in a row; or
- The Association receives a complaint about a member's behaviour and two-thirds of the members voting at a special general meeting agree to end the membership.

Recruitment

Recruitment of Board members will depend on current vacancies, compliance with the Association's rules, and the outcome of the previous years' Board appraisal, and succession planning process.

The recruitment process will be open and inclusive to ensure we attract Board members with the correct skills and experience. The Association understands the importance of having a diverse Board which is reflective of the community, therefore we actively encourage applications from under-represented groups.

All applicants will be required to submit a Board member application form and be interviewed by a selection panel of Board members. The Performance & Governance Manager will provide support for both the applicant and Board members throughout the recruitment process.

Following a successful interview, applicants will be invited to observe a Board meeting which will provide them with first-hand experience on how a meeting is run and the decisions Board members are expected to make. The Board will then be asked to make

a final decision on whether to elect the applicant to the Board. In these circumstances, the applicant would be either co-opted to the Board, or fill a casual vacancy.

A casual vacancy occurs where a Board member resigns between AGMs. A Board member appointed to a casual vacancy has full Board member duties, responsibilities and voting rights. They must stand down ahead of the next AGM.

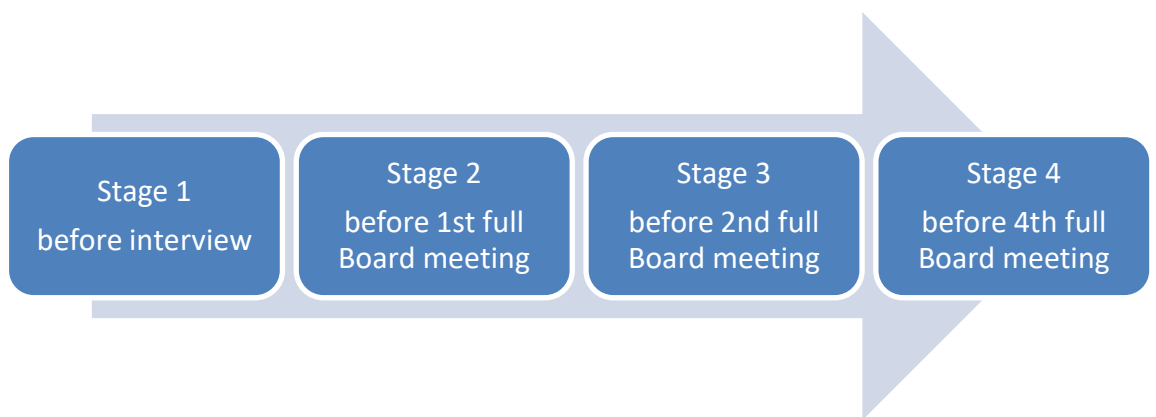
A person appointed as a co-optee undertakes the role and is subject to the same duties and responsibilities as an elected Board Member. Co-optees can take part in discussions at the Board or any sub-committees and vote at Board and sub-committee meetings on all matters except those which directly affect the Rules, the membership of the Association or the election of the Association's Office Bearers. Co-optees may not stand for election, nor be elected as one of the Office Bearers of the Board. Co-optees must stand down at the next AGM.

Shareholding members may also be nominated for election to the Board at the AGM. Applications for nomination will be considered by the Board in advance of the AGM and an application can be rejected by a decision by not fewer than three quarters of the Board members, on one or more of the following grounds:

- Where election to the Board would be contrary to the Association's Rules or policies; or
- Where a conflict of interest may exist which, even allowing for the disclosure of such an interest any adversely affect the work of the Association; or
- Where there is clear evidence of relevant circumstances from which it is concluded that election to the Board would not be in the best interests of the Association.

Induction

All potential and new Board members will complete our 4-stage induction programme.



The aim of the induction is to ensure Board members:

Stage 1:

- Introduce Maryhill Housing Association and what it means to be a Board member.
- Understand what the aims of a community-based housing association.
- Understand their roles and responsibilities, including the Board Member Code of Conduct, and those of staff.

Stage 2:

- Provide a brief history of social housing in Glasgow and Maryhill.
- Understand the legal, regulatory and equality and diversity requirements which apply to the association.
- Understand how the Board needs to be assured including agreeing the annual Assurance Statement.
- Understand the challenges facing the Association, its vision, values, and strategic objectives.
- Understand what good governance is.
- Know the practicalities of being a Board member.
- Feel confident to constructively challenge reports, assumptions, views and/or ideas.

Stage 3:

- Discover more about what we do at Maryhill Housing.
- Understand the activities of, and risks to, the association, the area(s) it operates in and the profile, needs and priorities of tenants.
- Understand the finances of the association and how it ensures value for money for its tenants and any factored owners.

Stage 4:

- Get to know their fellow committee members as well as staff members, and particularly senior staff.
- Understand the purpose of Board reports and the information that should be provided to Board members.
- Feel confident to constructively challenge reports, assumptions, views and/or ideas.
- Introduce the Board Effectiveness Policy and Board appraisal process.

Each stage of the induction is delivered by the Performance and Governance Manager and Director of Resources with input from the Chief Executive and Director of Operations. Induction sessions are usually carried out at the following intervals:

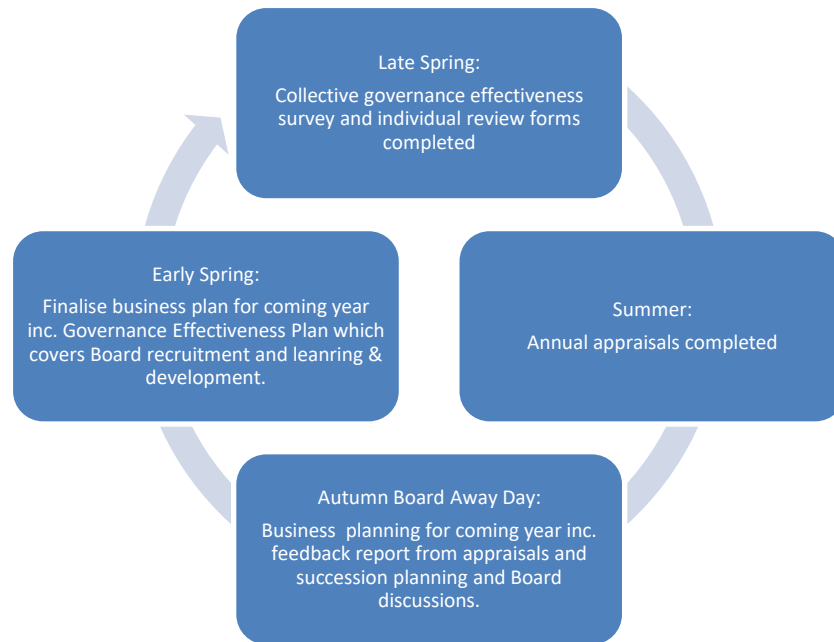
Support for New Board Members

New Board members will receive the following support when they join the Board:

- Coaching and mentoring from the Performance & Governance Manager.
- Option to have a Board member Buddy who can offer advice and support.
- Ability to attend training, either delivered internally or externally.
- Access to the Glasgow and West of Scotland Housing Association Forum Mentoring Service.

Board Annual Review

The following diagram details the Board Annual Review cycle:



Collective Governance Effectiveness Survey - Feedback will be gathered using the governance effectiveness survey which is sent to Directors and Board members.

Individual Reviews - Board members will also complete an individual review form. This form enables Board members to assess their own level of knowledge and confidence in carrying out their role and is used to feed into individual and collective training which is then included in the Annual Governance Effectiveness Plan.

Annual Appraisal - All Board members will be required to complete an annual appraisal. This will be carried out by the Chair with support from the Performance and Governance Manager (P&GM), with support provided by an external party on a three yearly cycle. The annual appraisal will assess the following:

- Effectiveness of Maryhill Housing and its governance.
- Board member's individual contribution.
- Support to the Board.
- Scrutiny and challenge.
- Training.
- Meeting objectives.
- Succession planning.
- Nine-year rule.

Feedback Report/presentation – this report/presentation will draw together the themes and key issues emerging from both the collective and individual reviews and will be presented to the Board for consideration. This will enable the Board to consider any necessary succession planning, which aims to:

- Assess the future needs of the Board and the supply of people to meet those needs.

- Identify Board members with potential for further development.
- Check that Board members are being developed sufficiently to enable them to carry out their role effectively.
- Identify learning and development needs for individuals.

Governance Effectiveness Plan – is the final output of the Board Annual Review and will contain the actions identified to deliver any identified improvements. It will be presented to the Board for final approval as part of the Corporate Plan for the year ahead.

9-Year Rule

The Association's Rules and Scottish Housing Regulator's sets out the requirement for the Board to be satisfied that anyone seeking re-election having completed nine years' continuous service is able to demonstrate continued effectiveness. Although this does not mean that Board members must stand down after nine years, it does mean that before standing for re-election, any Board member who is seeking to be re-elected after nine or more years must gain approval from the Board to do so.

Additional questions relating to the 9-year rule are included within the Board annual appraisals and individual reviews. When assessing continued effectiveness, and therefore deciding whether to give approval, the Board will consider the outcome of these reviews and the Board member's objectivity, enthusiasm, capacity to embrace and/ or drive change and their participation in ongoing training and development.

Exit

An exit interview will be completed with all Board members who resign or retire from the Board by the Company Secretary.

The Company Secretary will discuss the results of exit interviews with the Chair. The results from the exit interviews will be used to capture any learning or improvements that can be made and will feed into the annual Governance Effectiveness Plan.

If in the exit interview, or at any other time, a Board member discloses they are resigning for non-personal reasons the Company Secretary will advise the Chair. The Company Secretary will submit a notifiable event to the Scottish Housing Regulator and further action may be taken.

Procedures

The following individual procedures are owned and implemented by the Performance and Governance Manager:

- Membership
- Recruitment
- Induction
- Appraisal and Succession Planning (inc. 9-year rule)
- Exit

Approval	Board – March 23
Policy Owner	Performance & Governance Manager
Review	March 2026