

Goulden House Co-operative Ltd
Code of Conduct
for the Co-op Management committee and Sub-committees

1. The role of the Co-operative management committee and its sub committees is to carry out the day-to-day business of the Co-operative in a fair, efficient and responsive way. All Co-operative committee members must always be conscious of their responsibilities towards Co-op members, residents and employees when taking decisions on behalf of the Co-operative.
2. All Co-operative committee members must read the Co-operative's Code of Governance and must sign in agreement and comply with this Code of Conduct and with the Co-operative's Policies and Procedures and Standing Orders.
3. During meetings and at all times when representing the Co-operative, all management committee members have the responsibility to conduct themselves in a way that does not cause offence to others or limit in any way the ability of other members to participate fully. This includes sexist, racist, or other derogatory remarks or actions, behaviour that intimidates people, interrupting or speaking while others are speaking or are wishing to speak. Members must never personalise issues and must recognise that everybody is entitled to express their point of view.
4. Management committee members must never use their position within the Co-operative to seek preferential treatment nor should they ever be treated any less favourably.
5. Management committee members must always declare any interest or activities which may conflict with their role within the Co-operative in the 'Declaration of Interests' Book which is kept in the Co-operative office. When in doubt, members must always declare an interest or activity.
6. Two members of the same household cannot be officers of the management committee at the same time. No more than two members of an 'extended' family, even if living in separate properties, can serve on the management committee at the same time. For the purpose of this clause, an extended family consists of adult brothers, sisters, daughters and sons.
7. Every management committee member shares responsibility for the decisions made by the committee as a whole. Each management committee member should act as a 'trustee' of Co-operative and act only in its interests as a whole. No committee members should act on behalf or belong to any other interest group within the resident population unless by agreement with the management committee.
8. Management committee members and co-opted members must not use their status or committee time to persistently act in their own self-interest. Members must recognise that everybody is entitled to express their point of view.
9. Management committee members must not divulge any Co-operative business

which is confidential to other persons or bodies. Failure to comply with this rule may lead to action being taken by the management committee and possible removal from office.

10. Management committee members cannot receive any payment from the Co-operative other than bone fide expenses incurred in line with Co-operative policy.
11. Any decisions or recommendations made by sub committees on **major** areas or in disputes must be referred to the management committee for ratification. If appropriate, as in the case of major policy changes, they should be referred to a general meeting.
12. No sub committee will take any decision which will commit the Co-operative to extra expenditure not provided for under an existing approved Budget Head unless a report has been tabled and a decision to revise Co-operative's budget has been made by management committee.
13. All management committee members should at all times be courteous to employees and contractors and provide them with a safe working environment. They should seek to assist and actively support Co-operative employees and contractors to provide the best possible housing service to residents.
14. If a management committee member wishes to make a complaint against an individual Co-operative employee or contractor e.g. with regard to their work performance, they must put the matter in writing to the appropriate sub committee or delegated committee member who will deal with it in line with the Co-operative's Grievance and Disciplinary Procedure as appropriate.
15. Management committee members (other than the delegated Staff Liaison Officer) will not have any general access to the personal and individual files of Co-operative employees. Should certain information be required for a specific purpose, this must be dealt with via the appropriate channels.
16. Management committee members should never become involved in the management of day to day operations of Goulden House Cooperative other than through Board meetings and the organisation structures, policy, practice and procedures. Individual management committee members can only give direct instructions to employees or contractors if authorised to do so by the management committee.
17. All instructions arising from decisions made by the management committee, which need to be given to Co-operative employees or contractors, will always be conveyed to the Estate Manager or an acting Deputy.
18. The management committee shall take decisions on the basis of a simple majority of those present and eligible to vote at management committee meetings. Minority voters must always be prepared to accept a majority decision.
19. All management committee members must use the agreed procedure for reporting repairs and pursuing any other enquiries relating to their own property.
20. Procedure for Committee Members with Rent Arrears

All management committee members should at all times maintain a good rent payment record. Those in arrears (including store shed) of over six weeks should withdraw from the Board until such time as the arrears come to be under the eight weeks level or it can be demonstrated that the arrears are wholly due to delays in the payment of Housing Benefit.

Standing Orders

for Goulden House Co-operative Management Committee and its Sub-Committees

1. Responsibilities of Goulden House Co-operative Management Committee Members

The Co-operatives Rules set out the election procedure for the Management Committee. Members will be eligible for re-election in accordance with those Rules.

2. Collective responsibilities:

- a. to share responsibilities for the objectives of Goulden House Co-operative and set plans to achieve these objectives;
- b. to approve the Budget and Accounts and monitor financial performance;
- c. to establish the framework of delegation to staff and systems of control;
- d. to monitor the Co-operative's performance in accordance with accepted standards of best practice and propriety;
- e. to contribute to the effective working of the Co-operative's management committee.

3. Personal Responsibilities:

- a. to take key decisions on financial and other risks to the Co-operative also on matters which could raise issues of principal or propriety;
- b. to be represented in the appointment of key staff;
- c. to support the values and objectives of the Co-operative and all its policies;
- d. to read the papers for all management committee meetings to which you attend and to attend at least 75% of such meetings;
- e. to contribute to the management committee decisions drawing on personal skills and experiences and sharing responsibility for these decisions;
- f. to endeavour to attend any training sessions provided for members;
- g. to respect confidentiality of information and proceedings of the Co-operative's management committee and to be particularly mindful of potential conflicts of interest;

- h. to register relevant outside interests;
- i. to represent Goulden House Co-operative positively to outside audiences, acting always in its best interest and ensuring that there is no detrimental effect from member's actions on the management committee to members of staff or the Community;
- j. to comply with the Co-operative's Equal Opportunities policy in all activities undertaken on behalf of the Co-operative and to make every effort to ensure that individuals are treated fairly within the organisation and that no individual, be they employees, potential employees, members or residents suffer direct or indirect discrimination; and
- k. to be aware of and abide by the Co-operative's Code of Conduct.
- l. To comply with the Co-operative's Policy for Gifts and Hospitality

4. Additional Responsibility of the Chair

In the conduct of the Co-operative's management committee business the Chair has prime but not executive responsibility for ensuring that the management committee conducts its business effectively. This will mean:

- a. maintaining a balance of the management committee's attention to strategy, policy, financial management, performance reviews and other key decisions for effective overall control;
- b. agreeing the agenda for each meeting and chair meetings in such a way to ensure that the agenda items are dealt with effectively within the target times for the meeting;
- c. ensuring that all members present have the opportunity to contribute to the meetings;
- d. ensuring that decisions are correctly recorded by checking the minutes, and to follow up decision points;
- e. ensuring that the Co-operative's management committee has an opportunity at least once a year to debate strategic issues and that its corporate and individual training needs are attended to.

5. Relationship with Goulden House Co-operative's Estate Manager

A relationship of trust and support appropriate to their respective roles is essential between the Chair and Co-op Manager. Each should act as a confidential sounding board for the other and they should regularly discuss big issues, problems difficulties and future plans. The Chair will:

- a. appraise the performance of the Co-op Manager and make recommendations regarding the remuneration of the Co-op Manager and other staff to the management committee;

- b. take a lead in recruitment of the Estate Manager Manager when necessary.

6. Chair's Action between meetings

The Chair should maintain an overview of the Co-operative's work between meetings and any decisions required between meetings which have not been delegated to staff should be taken by the Chair in consultation with other members and the Co-op Manager if possible, and reported to the next meeting of the management committee.

7. Chair's Action to instigate periodical reviews.

The Chair should instigate periodical reviews of the following areas of the Co-operative's management committee effectiveness:

- a. the management committee and any sub-committees;
- b. framework of delegation to staff;
- c. staff/ management committee relationship;
- d. induction and training needs of members;
- e. equal opportunities practices and procedures.

8. Chair's responsibility for public relations.

The Chair represents Goulden House Co-operative to the wider community. This role will be shared with other members and is complementary to the Estate Manager's responsibilities in this respect.

9. Responsibilities of the Vice Chair (if appointed)

- a. The responsibilities of the Vice Chair include:
- b. deputising for the Chair when required to do so, or in the absence of the post holder,
- c. carrying out the responsibilities set out for that post;
- d. supporting the Chair in debate on matters previously agreed between them;
- e. maintaining a relationship of trust and support appropriate to their respective roles between the Vice Chair, Chair, Secretary and the Estate Manager. They should regularly discuss key issues, problems, difficulties and future plans;
- f. maintaining active interest in all aspects of the Co-operative's work between meetings to facilitate his/her ability to deputise for the Chair at short notice.
- g. making a particular point of being available to assist the Chair in the task of representing Goulden House Co-operative to the wider community.

The Vice Chair may be assigned a number of specific tasks from time to time.

10. Responsibilities of the Treasurer

The Treasurer has a key role within the Co-operative management committee for monitoring the financial affairs of the Co-operative. The Treasurer should:

- a. have a relationship of trust and support with the management committee. They should meet outside the Co-operative management committee meetings to discuss key issues, problems, directions and future plans;
- b. be a cheque signatory and sign any formal correspondence in accordance with the duties of a Treasurer on behalf of the management committee when required by the management committee to do so;
- c. always be available to offer impartial advice on Co-operative matters;
- d. ensure that all the financial aspects of the Co-operative's activities are carried out in accordance with the Co-operative's financial regulations;
- e. take a keen interest in the work of both internal and external auditors and be available for consultation with them;
- f. oversee the audit for the management committee;
- g. expect to be assigned specific tasks from time to time.

11. Responsibilities of the Secretary

The Secretary has a responsibility to:

- a. maintain a relationship of trust and support appropriate to their respective roles between the Chair, Vice Chair, Treasurer and the Estate Manager. They should regularly discuss key issues' problems, difficulties and future plans;
- b. sign any formal correspondence in accordance with the duties of a management committee Secretary on behalf of the management committee when required by the management committee to do so;
- c. ensure with other Officers of the Co-operative that effective systems of governance and accountability are practised including ensuring that all Annual General Meetings and Special General Meetings are properly notified, organised and minuted in accordance with Goulden House Co-operative's rules.
- d. ensure that all mail addressed to the Co-operative office is opened by nominated administration staff in the Co-operative office;
- e. ensure that management committee Members only use the Co-operative office address for all Co-operative correspondence;

- f. ensure that Co-operative administration staff make sure all management committee and sub committee meetings are minuted properly and that the minutes are filed and distributed efficiently;
- g. have an overview of the administrative support provided to the management committee and bring proposals to the management committee for improvements to that support if required;
- h. have an overview of the administrative and secretarial systems used in the Co-operative office and bring proposals to the management committee for improvements to those systems if appropriate;
- i. expect to be assigned specific tasks from time to time.

As a member of the Goulden House Co-operative management committee (and/or it's sub committee/s), I declare that I have read and understood the Co-operative's Management Committee Code of Conduct and Code of Governance and will abide by them.

NAME..... SIGNATURE.....

DATE