

Standing Orders

Standing Orders regulate the way the Management Committee meetings for MHA are conducted. Committee procedures are covered in the Rules (Rules 48-59). The Standing Orders reflect established custom and practice in the way the Committee operates, which vary from the minimum standards listed above. The Standing Orders of the Management Committee are as follows:-

i) Frequency, Duration & Membership of Committee Meetings

Management Committee - The General Purposes Management Committee will meet 11 times a year on the 2nd Tuesday of each month except July. All Committee Members are expected to attend this meeting.

Services Committee - will meet 5 times a year on the 4th Tuesday of the month except July and December. All Committee Members are expected to attend this meeting.

Audit & Risk Sub-Committee - shall meet 6 times a year on the 3rd Tuesday of the month. Financial Management will be discussed on a quarterly basis, Risk Management and Internal Audit will be discussed at every meeting. The Office Bearers will serve on this Sub-Committee with the membership of the other committee members which will be decided on a rotational basis agreed after the AGM.

Governance Sub-Committee - shall meet 4 times a year on the last Monday of the month. The Office Bearers will serve on this Sub-Committee along with up to 4 other committee members which will be decided on a rotational basis agreed after the AGM.

MHA Subsidiary Companies - It is the expectation for all Management Committee Members to serve on one of MHA subsidiary companies, Milnbank Community Enterprises or Milnbank Property Services.

The meetings are held in the Associations Registered Office at 53 Ballindalloch Drive, Glasgow, unless otherwise agreed by the Committee. Meetings will begin promptly at 7pm and will close no later than 2 hours from the scheduled start time unless a motion to suspend this Standing Order is approved by two-thirds of the members present. This Standing Order may only be suspended twice during a meeting for a period of fifteen minutes on each occasion.

ii) Quorum

A quorum of at least four Members must be present for a meeting to take place. If there is less than this number present thirty minutes after the scheduled start time, the meeting will be reconvened seven days later at the same time and place. In the event of a meeting becoming inquorate after the start of business, the meeting shall be adjourned. An adjourned meeting may be reconvened, but must only consider outstanding business from the original meeting and will be deemed a continuation of the original meeting. If at any reconvened meeting a quorum is not present within thirty minutes of the start time, the Members present shall form a quorum.

iii) Office Bearers

At the conclusion of each Annual General Meeting, the Management Committee will meet for the sole purpose of electing Office Bearers. The positions to be filled are:

- * Chairperson
- * Secretary
- * Vice-chairperson
- * Treasurer

Nominations for these positions will be proposed and seconded by Management Committee members. In situations where there is more than one nomination, Office Bearers will be elected by a majority of Members present. Office Bearers must be elected Committee Members and cannot be co-optees or GCC Representatives. The duties and responsibilities of the Chairperson and Secretary are set out in the Rules, but generally the Office Bearers will be controlled, supervised and instructed by the Management Committee. Appendix B provides details of the Role of the Office Bearers.

The Office Bearers Meetings will be held as required or to discuss a specific concern. A note of these meetings will be presented to the Management Committee.

iv) Notification of Committee Meetings

The formal responsibility for issuing the Notice and accompanying papers for Committee Meetings rests with the Secretary. Standing Orders reflect custom and practice whereby the Director in conjunction with the Secretary will issue Notice of ordinary meetings and the relevant Agenda. The Notice will be sent one week before the meeting date allowing committee members the opportunity to request business items to be included in the final agenda. The Notice, Agenda and Reports, including a draft Minute of the previous meeting and a summary of matters discussed by sub-committees and boards, matters not on the Agenda may be discussed subject to the agreement of the majority of Members in attendance at a Committee Meeting. Where there is doubt, the Chairperson will determine whether a matter is urgent.

v) Role and Responsibilities of the Chairperson

The Chairperson is drawn from the elected Management Committee Members and may only hold office under the criteria covering Committee Members set out in the Rules.

The Chairperson is appointed annually by the Management Committee at the meeting immediately after the AGM. This position is held until after the next Annual General meeting (unless he/she resigns). The Chairperson can be required to resign if two-thirds of Committee Members agree to this at a special Management Committee Meeting.

In line with the Committee Meetings Charter, all speakers at Committee Meetings must direct their words to the Chairperson and other Members must remain quiet and maintain order while this is happening. The Chairperson will decide who can speak and for how long and if a point arises that is not covered by the Rules, the Chairperson will give a decision that will be final.

If the Chairperson is not present or unable to act, the Vice-Chairperson will Chair the Committee Meeting. Failing this, the Members will elect a Chairperson for the meeting. If the Chairperson arrives after the meeting has started, he/she will take over as Chairperson of the meeting as soon as the current Agenda item is concluded.

In situations where the votes of Committee Members are tied for and against an issue, the Chairperson has a second and deciding vote.

The Chairperson can be re-elected, but must not normally hold office continuously for more than five Annual General Meetings.

vi) Committee Decisions

All Committee Decisions are clearly recorded in the Minute of each meeting. Decisions require to be made under a proposed and seconded Resolution and the Minute will record whether the vote was unanimous or if Members voted for or against the issue under consideration. Resolutions may be amended and if an amendment is proposed and seconded, the amendment will be voted on first. Votes will normally be made by show of hands with a simple majority sufficient to carry or defeat a resolution. A poll may be requested by two Members or directed by the Chairperson. Voting will take place under the authority of the Chairperson whose ruling on any matter will be final. Once a decision is taken, it will be noted in the Minute as evidence of the decision reached by the Management Committee. Once a decision has been taken, it will stand on record for at least a period of six months.

vi) Special Committee Meetings

The Chairperson or two Committee Members may request a Special Meeting of the Committee. Details of the Business to be discussed must be sent in writing to the Secretary who will send a copy of the request to all Members within three days. Special Committee Meetings will normally be held between ten and fourteen days of the Secretary receiving the request and at the same location as scheduled Committee Meetings. In the event of the Secretary failing to call the Meeting, the Members making the request can do so providing they give seven days written notice to all Committee Members.

The Chairperson must call a Special Committee Meeting where a breach by a Committee Member of the Association's Code of Conduct, Standing Orders, or the Control of Payments & Benefits Policy is alleged. Such Special Meetings will be called for the sole purpose of removing a Member from the Committee. (Rule 44).

Special Committee Meetings can only discuss the business for which they are called.

viii) Minute of Committee Meetings

A Minute will be taken of each Management Committee meeting. A draft Minute will be issued with the Notice for the next Scheduled Committee meeting where it will be proposed and seconded, and, subject to any amendment, adopted as a true record. The Minute of a meeting is not intended to be a verbatim account of discussion. Its purpose is to reflect the nature of what was considered and to record decisions reached. The Minute will be written in a

neutral format and will record the names of Members who propose, second or amend resolutions. Individual Members may ask the Chairperson that a comment from them on a particular issue is recorded in the Minute. Any request from a Member or resident to view the Minute of a Committee Meeting will be processed in accordance with the Association's General Data Protection Regulations (GDPR). A note of the management committee meeting will be displayed on the Association's website.

ix) Attendance at Committee Meetings

The Director and other relevant staff will attend meetings of the Management Committee to provide support and comment on relevant reports under consideration. Members with an interest in the work of MHA may be invited to attend Committee Meetings as an Observer prior to being co-opted or asked to fill a Casual Vacancy. Residents who request attendance at Committee Meetings may do so as Observers providing the request is not concerning a complaint. In these circumstances, meeting with Committee Members will be in accordance with the Association's Complaints Handling Policy.

In accordance with the Association's Rules, should a committee member miss 4 consecutive Management Committee meetings without leave of absence been granted, then they would be required to stand down from the committee.

Leave of Absence from serving on the Management Committee must be requested in writing to the Secretary of the Association. The Association shall grant up to 4 months leave of absence, however, extended periods will be considered. All requests shall be recorded in the minutes of the meeting.

x) Committee Training, Briefing, Workshop & Scrutiny Sessions

To support effective governance, and continuous learning, committee training & development, briefing sessions, workshops and scrutiny sessions are held on an on-going basis. The focus of the sessions is information gathering on operational matters and discussion only; there is no delegated authority for members attending to make business decisions. However, recommendations can be made to the Management Committee.

xi) Covid-19 Temporary Provisions & Delegated Authorities

In response to the Covid-19 epidemic the Committee has resolved that the Association's standing orders be amended to include the following provisions which are intended to apply during the period of the epidemic.

1. Rule 51 of the Rules of the Association provides that meetings of the Committee can take place in any manner which permits those attending to hear and comment on the proceedings. In furtherance of this rule it is anticipated that during the period of the epidemic meetings are likely to be held in such manner (perhaps by conference call or video conferencing or combination of those). The Committee should take appropriate steps to facilitate participation in meetings in this way. Committee Members attending in this way shall count towards the quorum for such meetings (except for co-optees). The minutes of the meeting should record the means by which Committee Members are participating if not present in person.

2. The Committee is required in terms of the Rule 48 to meet at least six times each year. Meetings held where Committee Members attend using appropriate technologies instead of attending in person shall constitute a meeting of the Committee for the purposes of Rule 48.
3. Where the Board believes that a Board Member is suffering from Covid-19 it will grant leave of absence in accordance with Rule 44.3.
4. Where required the Chairperson or Director shall determine that the business of the Committee shall be undertaken by written resolution in accordance with Rule 55.
5. During the period of the epidemic circumstances might arise requiring that urgent business be undertaken between meetings of the management committee. If, in the opinion of the Director, such circumstances arise decision making shall proceed in accordance with the emergency procedures set out in the standing orders.

These provisions shall apply (in so far as relevant) also to the conduct of the business of sub-committees