



Policy on :	Governing Board Succession Planning Policy
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Compliant with Regulatory framework/Self-Assurance:	Standard 1 – GB leads and directs RSL Standard 6 – senior staff and GB have necessary skills and knowledge to be effective.
Compliance with Assurance Statement/self-assurance	Recruitment, appraisals, etc completed 2019. Recommendations from internal audit reviewed and completed Aug 2019 – no material non-compliance issues.
Compliant with Tenant Participation Strategy :	n/a
Compliant with Equal Opportunities :	Commitment within policy
Compliant with Budget/Business Plan :	Bus objective 2 we will continue to develop our self-assessment governance framework to ensure high standards of leadership....

Date for Approval In Principle :	October 2019
Date for review :	October 2022

Responsible Officer :	Chief Executive
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1. Purpose of Policy:

This policy is designed to set out the programme and mechanism which will ensure appropriate succession planning arrangements are established and adhered to, in respect of the Governing Board of Barrhead Housing Group consisting of Governing Board members of both Barrhead Housing Association and Lavern Property Services.

2. Introduction

Standard 6 of the Scottish Housing Regulator's (SHR) "Regulation of Social Housing in Scotland – Our Framework" (2019) sets out the requirements placed upon Governing Board members and the Association to ensure that governing body members have the collective skills, knowledge, confidence, experience and objectivity to lead the organisation and deliver good outcomes for tenants and other customers.

Specifically, the SHR, Regulatory Standard 6.1 requires that: The Registered Social Landlord, RSL, has a formal, rigorous and transparent process for the election, appointment and recruitment of governing body members. The RSL formally and actively plans to ensure orderly succession to governing body places to maintain an appropriate and effective composition of governing body members and to ensure sustainability of the governing body.

Regulatory Standard 6.2, requires that: The governing body annually assesses the skills, knowledge, diversity and objectivity it needs to provide capable leadership, control and constructive challenge to achieve the RSL's purpose, deliver good tenant outcomes, and manage its affairs. It assesses the contribution of continuing governing body members, and what gaps there are that need to be filled.

Regulatory Standard 6.3 requires that: The RSL ensures that all governing body members are subject to annual performance reviews to assess their contribution and effectiveness. The governing body takes account of these annual performance reviews and its skills needs in its succession planning and learning and development plans. The governing body ensures that any non-executive member seeking re-election after nine years' continuous service demonstrates continued effectiveness.

Regulatory Standard 6.4 requires that: The RSL encourages as diverse a membership as is compatible with its constitution and actively engages its membership in the process for filling vacancies on the governing body.

Regulatory Standard 6.5 requires that: The RSL ensures all new governing body members receive an effective induction programme to enable them to fully understand and exercise their governance responsibilities. Existing governing body members are given ongoing support and training to gain, or refresh, skills and expertise and sustain their continued effectiveness.

To ensure continuity of good governance, the governing body needs to assess annually:

- the skills, knowledge, diversity and objectivity that it needs to ensure effective decision-making;

- what is contributed by continuing governing body members, and
- what personnel or skills gaps need to be filled and would aid the support of leading the strategic direction as detailed in the business plan aims and objectives

Based on such an assessment the Association can then openly publicise to its full membership, and to others who may wish to become governing body members, the skills it needs and what vacancy opportunities there are. This will encourage the election of governing body members from the strongest pool of available talent. The Association will update its Board profile each year to ensure a targeted approach to filling vacancies – see latest update [here](#).

Irrespective of how governing body members are selected, the Association's must ensure they are capable of exercising their role effectively – in the interests of tenants and other service users and to protect public investment. This will often require governing bodies to gain, or refresh, skills and expertise.

In fulfilling this objective, the Association will communicate responsibilities to prospective and current governing body members and to take all necessary steps to assist new members. The Association will apply and regularly refresh its induction programme for new governing body members which give them the necessary information and support to understand their role, powers and duties as non-executive directors in the governance of the organisation and as trustees of a charitable organisation.

All governing body members will be subject to annual appraisals to assess their on-going contribution and effectiveness. The governing body will take account of these annual reviews in its succession and training planning.

The Association will also provide existing governing body members with on-going support and training in order to sustain their continued effectiveness. The opportunity to develop internal or external mentoring or partnering support arrangements will be applied and developed as required to enhance the confidence or understanding of individual Governing Board members.

Having a mix of established and new members on the governing body is key to achieving good governance because the RSL benefits from both experience and new ideas. The in-depth knowledge and understanding of experienced members is vital, however, new members bring an essential objectivity and independent challenge to familiar practices and thinking.

In terms of good governance practice, the SHR consider that RSLs should review whether a governing body member who has been in place for nine years – which would in most cases be three, 3-year terms – is still able to demonstrate objectivity and independent challenge. The governing body must be assured that any member seeking re-election after nine years' continuous service is able to demonstrate their continued effectiveness in this regard.

3. Governing Board Recruitment

Recruitment to the Governing Board of BHA and LPS may occur by various means and as outlined by the Association's Rules:

- Nomination and election from the membership on the occasion of an Annual General Meeting (BHA only).
- Upon the retirement of an existing Governing Board Member, the recruitment of an existing member via casual vacancy process, and;
- By the co-option of non-members of the Association
- In the case of LPS, by annual nomination and approval of the BHA governing Board

The Association will manage the recruitment of Governing Board members in order to ensure that the organisation maintains an appropriate mix of skills and experience commensurate with its ambitions and responsibilities.

Effective succession planning will form a key component of the Governing Board's recruitment process, ensuring the governing body retains strategic control of the organisation's ambition, plans and service delivery outcomes.

3.1 Induction Process

The Association will develop, update regularly and refine as required its Governing Board Induction process, to ensure it meets the needs of new members. The induction process is detailed in the checklist [here](#)

3.2 Annual Appraisals

The Annual Review (Appraisal) process (details of which are set out in a separate process [here](#), will occur between April/June of each year and involve all existing Board members at that time and to allow reporting to the Board before the AGM. These appraisals will be conducted by the Chairperson and Vice-Chair, with the assistance of the Chief Executive, unless the Board approve the occasional use of an external facilitator to bring a fresh approach to the process or to address particular identified governance issues. These appraisals will identify:

- The remaining longevity and continued interest in remaining a member of the Governing Board by existing governing body members.
- The value or effectiveness of their continued contribution
- Their training requirements
- Ambitions and development potential in respect of governing body and office bearer involvement.

These combined factors will aid in the planning of developmental training opportunities, permit the Association to plan and organise for the potential recruitment of new or replacement governing body members, and ensure all Governing Board members are adequately trained, resourced and developed to fulfil their role.

The Governing Board training plan (revised annually) will be developed to accommodate both collective and individual developmental needs identified during the appraisal process. Regular reports in progress against the training plan will be considered by the Staffing and health and safety sub-group.

3.3 Succession Assessments and Planning

On an annual basis, following the appraisal process, the Association will initiate a succession planning review which will be based on the findings of the Board appraisals. These appraisals will see to:

- Determine the longevity or retiral status of all Governing Board members (assessing whether they intend or require to retire within 3-5 years for the Chair and Vice Chair positions, and 1, 2, 3 or more than 5 years for all other board members)
- Confirm their current role in respect of the organisation.
- Identify Governing Board members who are available, interested or likely to succeed to office bearer or sub–group convener roles.
- The number of years before individual Governing Board members may feel able or equipped to take on more responsible duties, (agreed as a minimum of 2 years unless by exception).
- Gather specific information concerning experienced and long serving Governing Board members who are seeking re–election for a fourth (or subsequent) term. Continued engagement with the Association’s Governing Body requires the endorsement of the Governing Board.

A pro-forma (Appendix 1) will be compiled and reviewed annually by the Governing Board and form the basis of member development, training and recruitment planning.

The annual appraisal review and report by the Chief Executive to the Governing Board will also identify skills gaps existing in the composition of the Associations existing Governing Board. Where it is identified that as a consequence of future business objectives or as a consequence of retiral’s, that supplementary skills or enhanced experience to meet corporate objectives are required, a recruitment process will be established, aligning where possible with the FLAIR Academy in-take. New or prospective Governing Board members will be identified and sourced from the Academy in-take, or from amongst either existing tenant or non–tenant members, or via the recruitment and co–option of individuals possessing the skills, capabilities or experience required to meet the Association’s ongoing business needs. Such wider recruitment will also consider the alignment with business needs and skills identified by the East Renfrewshire Chamber of Commerce and other appropriate business sectors.

4. Training and Development:

Barrhead Housing Group will endeavour to ensure sufficient resources are available each year to facilitate Governing Board training and development. Ongoing assessments and the appraisal process will ensure that Governing Board member skills are enhanced in order to ensure that they have skills commensurate with their role and responsibilities.

Governing Board Members identified as being candidates for recruitment as future office bearers or conveners of sub–groups, will be encouraged to develop skills in the specific areas identified which will in turn enable them to appropriately fulfil these roles upon succession.

5. Equality and Diversity

The Association and its governing body will ensure continued commitment to fair and equal practices as demonstrated by our internal policies and procedures for equality and diversity.

It is also vitally important that the Association regularly reviews the diversity of our Governing Board to ensure that it is representative of the communities within which the Association serves. Any gaps will be identified and updated into the Board profile for recruitment.

6. Publicising this Policy:

This policy will be available to all members of the Governing Board, other interested parties and those seeking to join or be elected to the Governing Body of Barrhead HA

7. Other relevant or related policies:

- Code of Conduct for Governing Body Members
- Regulatory Standards of Governance & Financial Management
- Governing Body Appraisal Policy
- Membership policy (BHA)
- Association Rules
- Group structure constitutional documents
- Role of Chairperson, role of Vice Chairperson
- Co-optee Policy

Appendix 1.

Barrhead Housing Association Ltd

Succession Planning Review Framework (as at conclusion of AGM on 3 September 2019)

<u>Name</u>	<u>Retirement Status*</u>	<u>Current Role</u>	<u>Potential Successor to Office bearer or sub-group Convener</u>	<u>No. of years before they take on such a role</u>
Brian Connelly	D/E	Board Member (previously Secretary)	No longer eligible	n/a
Beth Welsh	D	Board Member	Chair or Vice Chair	3/5 years
Chris Baird	D	Development Convener from Aug 2018	n/a	n/a
Claire Boyd	D/E	Board Member (previously chair and vice chair)	No longer eligible	n/a
Rena McGuire	D/E	Board Member (previously chair and vice chair)	No longer eligible	n/a
David McCready	D/E	Chair from Aug 2018	Current 3-5 year term:2018-2023	n/a
John Hamilton	D	Vice Chair from Aug 2018	Chair – earliest 2021	3/5 years

Drew McKinney	D	Audit and Risk Convener from Aug 2018	n/a	n/a
Michael Mukhtar	D	Board member	n/a	n/a
Tommy Reilly	D/E	Staffing and H&S Convener from Aug 2018; chair of LPS from Aug 2018	Wishes to retire in 2-3 years	n/a
Dianne Greig	A	Filled a casual vacancy Sept 2019	tbc	tbc
Co-optee Tony Buchanan	A	Approved Sept 2019 for one year	Cannot be an office bearer	n/a – annual appointment

***Retirement Status:** Will the Governing Board member be likely to retire / stand down within:

- (A) - less than 1 year
- (B) - within 2 years
- (C) - within 3 years
- (D) - 5 or more years from now
- (E) - "9 year rule applies"

LPS Board members

Tommy Reilly	(B)	Chair since Aug 2018	Replacement needs to be considered – LPS member or BHA member	
Andy Dunlop	(D)	Board member since April 2017	No interest meantime	n/a
Joe Gribben	(D)	Board member since April 2017	No interest meantime/possible future chair	Within 2-3 years
Alan Oliver	(D)	Board member since Dec 2018	No interest meantime	n/a
Neil McCluskey	(D)	Board member since Dec 2018	No interest meantime	n/a