

STYLES HOUSE TMO

Styles House TMO			
Title	Code of Governance	Ref:	
For	All employees		
Form(s)	None		
Linked to	None		
Approved	17 November 2012		
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CODE OF GOVERNANCE

Adopted by the Board on 14 April 2012

Introduction

Governance is the task of defining the goals and standards of an organisation and ensuring that there are effective management and other structures that will enable the organisation to achieve those goals and standards.

There are three key elements to good governance in the Organisation:

- 1 High ethical standards and explicit values
- 2 Strong systems of democratic accountability to members, tenants and the local community
- 3 Proper systems to ensure effective operations

Styles House should have a clear sense of its values and standards. This is important in terms of defining the TMO's identity both to active Committee Members and to the wider community. It would be expected that Styles House TMO would support the following as core values:

- 1 Self-help and self-responsibility – developing Styles House in such a way as to ensure the maximum number of members of the community identify with and take a pride in their neighbourhood
- 2 Democracy – proper accountability to Styles House TMO members and tenants. A commitment to working in partnership with the wider community, voluntary organisations and external stakeholders who will contribute to the quality of life of residents.
- 3 Equality – fairness and equality of opportunity in all aspects of the Styles House's governance
- 4 Honesty & openness – a spirit of openness, making full disclosure of governance matters and other information

- 5 Social responsibility and caring for others – ensuring that mutual support and respect of all members of the community is the bedrock of the decision-making process and the conduct of its life.

Styles House TMO needs to ensure that their systems operate effectively to best meet residents' needs and to satisfy the requirements of external organisations to which Styles House is accountable. The following principles should dictate the operational standards to which Styles House TMO should adhere:

- 1 Control - there should be effective and defined systems for internal delegation, so that Styles House can work on a day-to-day basis
- 2 Structures - there should be appropriate staffing structures to maintain the work of the organisation
- 3 Information - there should be a means by which Styles House TMO receives adequate up to date information and advice to inform its decisions
- 4 Review - there should be formal and open processes for periodic review of Styles House TMO's performance
- 5 Clarity - there should be clarity regarding the roles and responsibilities between Styles House TMO Committee Members, employed staff and other organisations employed to carry out work for the TMO
- 6 Audit - there should be an effective and proper means by which Styles House TMO has its work internally and externally audited.
- 7 Forward planning – there should be mechanisms in place to agree and monitor business plans, with specific objectives covering a number of years.

This code of governance aims to help Styles House TMO put these principles into practice. Good governance is more than good practice; it makes good business sense too. It is about organisational mission, clarity of purpose and effectiveness. As such, good governance enhances Styles House TMO's reputation, and ensures better results are achieved.

CODE OF GOVERNANCE

Styles House TMO has adopted a constitution, standing orders and other governance documentation, which support and enable the implementation of this code.

The TMO's rules set out the powers of the Styles House Committee. The TMO should aim to ensure that the Committee is broadly representative of the population living in the Styles House TMO area.

The Committee is legally accountable for the business of the organisation, but it should always see itself as answerable to its tenants and residents - reporting regularly, consulting tenants and residents on key issues and taking note of views expressed.

Styles House TMO is also formally accountable to its membership. Membership of the organisation should be open to all tenants, registered occupiers and leaseholders in the TMO's managed area. New residents should be encouraged to become members of Styles House TMO.

Styles House TMO is accountable to its membership through general meetings. The TMO rules relating to the proper calling of general meetings should always be observed. It should be the case that all members have the opportunity to express their opinions and vote on the TMO's values and objectives and key policy issues at general meetings.

Styles House TMO should ensure that:

1. All tenants and residents are encouraged to become involved in the running of the TMO
2. All tenants and residents receive information about what membership of Styles House TMO means and about the running of the TMO
3. No barriers exist to any tenant or resident becoming involved in the running of the TMO, particularly in relation to equal opportunities issues
4. Appropriate training and support are available to all tenants and residents to enable them to become involved in the running of the organisation

The Committee should seek to involve the maximum number of tenants and residents in the running of the TMO as possible, either through election to the Committee or through other means.

The essential functions and number of members (including co-opted members) of the Committee are set down in the rules of Styles House TMO and the Modular Management Agreement, the Committee Code of Conduct (**Appendix A**) and Committee Members Terms of Reference. (**Appendix B**)

Responsibilities of the Chair, Secretary and Treasurer

The responsibilities of the Chair, Secretary and Treasurer can be found in **Appendices C - E** to this Code of Governance.

Employment of staff

Clear working arrangements between members of staff and the Committee are a key element of governance.

The Committee should determine which functions should be carried out by volunteer members and which should be carried out by paid staff. These decisions, which will be described within 'Job Descriptions' and 'Contracts of Employment', should be subject to regular review by the Committee, but in making such decisions the Committee should be mindful of:

- 1 Day-to-day practicality
- 2 Not over-burdening the voluntary membership
- 3 How to deal with issues of confidentiality and equal opportunities
- 4 Ensuring that the TMO's day-to-day management functions are dealt with in a sustainable fashion, and do not suffer if particular volunteers are not available to carry out their work.

Responsibility for strategic decision-making cannot be devolved to members of staff. The TMO, through its Committee, remains accountable for all decisions, including statutory external bodies. Therefore, the Committee should ensure that it receives information necessary to perform its duties, and in particular, that it receives advice and support on matters relating to compliance with its rules, the law, the need to remain solvent and on establishing and maintaining proper systems of control. This support could be through employment of staff, or through some other method, but the Committee should satisfy itself that it has access to appropriate levels of support where necessary.

Openness

Styles House TMO should accept an obligation to account for their actions in an open manner, and should have policy references about access to their information and documentation. The TMO should publish information about performance in addition to the prescribed reports on their finances.

The TMO should publish an annual report of its activities and performance, which should be available to all the TMO members, to tenants and residents, to the landlord, to local community organisations and to other interested parties.

Accountability

The TMO is accountable to its membership through the organisation's general meetings. The Committee has a responsibility to ensure that its membership has the opportunity to express opinions and vote on key strategic issues, and abides by and implements day to day policies on the basis of decisions made by its general meetings (unless they contradict legal or contractual requirements).

Styles House TMO is accountable to tenants and leaseholders on matters listed in the management agreement with Southwark Council (the landlord) and will make best efforts to ensure that all tenants and leaseholders are effectively consulted with on key housing management issues that affect them, and that opinions expressed are taken into account.

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Equality and Diversity

Styles House TMO has an independent Equalities and Diversity Policy that should be read in conjunction with this code of Governance

Auditing procedures

Styles House TMO has a separate Finance policy and procedure.

Conduct and probity

Styles House TMO has a Code of Conduct/Standing Orders, a Hospitality policy (**Appendix F**) and Register of Interests Proforma (**Appendix G**) for their Committee members and staff, aimed at upholding high standards of probity and ethics which should be read in conjunction with this Code of Governance.

Confidentiality Policy

Styles House TMO has a confidentiality policy that should be read in conjunction with this Code of Governance and is contained at **Appendix H**

APPENDIX A
To Code of Governance

STYLES HOUSE TMO

CODE OF CONDUCT/ STANDING ORDERS FOR COMMITTEE AND SUB COMMITTEE MEMBERS

1. The role of the Management Committee and sub-committees is to carry out the day-to-day business of the TMO in a fair, efficient and effective way. All Committee Members must be conscious of their responsibility towards other TMO members, residents and employees when taking decisions on behalf of the TMO.
2. All Committee Members must sign an agreement and comply with this Code of Conduct and with the TMO's policies and procedures. In addition, members must sign in agreement and comply with the volunteer policy if undertaking work in the TMO's office other than by attending Committee Meetings.
3. During meetings and at all times when representing the TMO, ALL 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, intimidating behaviour, interrupting or speaking when others are speaking or wishing to speak.
4. All Committee Members must join in the appropriate training sessions, reading any material sent to them as part of that training.
5. Committee Members must never use their position to seek preferential treatment nor should they ever be treated less favourably.
6. Committee Members must always declare any interest or activity, which may conflict with their role as a Committee Member of the TMO.
7. Every Committee Member shares responsibility for the decisions made by that Committee as a whole. Each Committee Member should act as a trustee of the TMO and act only in its interests as a whole.
8. Committee and Co-opted members should never personalise issues and be willing to recognise that everyone is entitled to their point of view.
9. Committee Members must never divulge any confidential TMO business which relates to other persons or bodies. Failure to comply may result in action to remove the Committee Member by a General Meeting called specifically for that purpose.

10. Committee Members should make every effort to attend all meetings. Apologies should be submitted for any absences. Failure to attend three consecutive meetings without apologies will result in the Committee Member being requested to resign, or by removal at a Special Committee Meeting.
11. Committee Members cannot receive any payment from the TMO other than substantiated expenses.
12. Any decisions made by sub-committees concerning policy changes etc. must be referred to the Management Committee for ratification. Major changes that affect the Management Agreement must be referred to the General Meeting.
13. Any grievances by Committee Members concerning the TMO, its operation or conduct of staff or volunteers, must be first addressed to the Estate Manager/Chair where possible. Issues concerning policy and procedure must be brought before the Committee as a whole. Any attempt by Committee Members to ignore the complaints procedure by drawing attention to complaints via another medium which ultimately puts the TMO reputation at risk, will result in that Committee Member being removed by a Special Committee Meeting.
14. All Committee Members should seek to assist and actively support the TMO's employees and contractors to provide the best possible housing service to tenants and residents.
15. Committee Members will not have general access to the personnel and individual files of the TMO's employees. Should certain information be required for specific purposes, this must be dealt with via the appropriate channels.
16. Individual Committee Members can only give direct instructions to employees or contractors if authorised to do so by the TMO's Management Committee.
17. The Committee shall take decisions on the basis of a simple majority of those members present and eligible to vote at meetings. Minority voters should always be prepared to accept a majority decision.
18. All Committee Members must use the agreed procedure for reporting repairs and pursuing any other enquiry relating to their own property.

As a member of Styles House TMO, I declare that I have read and understood the TMO's Code of Conduct and I agree to accept it and abide by it. I understand that a breach of this code can lead to suspension from the Board and result in subsequent removal from the Committee if such a motion is carried by a majority of the members present and voting at a properly convened General Meeting.

SIGNED
Witnessed

Dated

APPENDIX B
To Code of Governance

DUTIES AND RESPONSIBILITIES OF A COMMITTEE MEMBER

The role of a Committee Member is to occupy a position of trust and demonstrate a commitment to the Management Committee, the TMO Staff and the tenants of Styles House TMO as a whole.

As a committee Member you will be expected to:

- 1) Attend as many Management Committee meetings, General meetings, the AGM and any other special meetings called as possible. Apologies for absence should be given for non-attendance.
- 2) Read all minutes, agendas and accompanying paperwork in advance of any meetings
- 3) Act in a manner prescribed by the Code of Conduct and Confidentiality agreement.
- 4) Act in accordance with the TMO Rules as appropriate.
- 5) Subscribe to and attend sub-committees wherever possible.
- 6) Attend training sessions as required.
- 7) Agree that the Committee decision is final irrespective of your own personal thoughts in accordance with the Code of Conduct.
- 8) To promote the ethos of the TMO and attempt to improve membership.

I, the undersigned acknowledge and accept the role of Committee Member and in doing so, fully accept to abide by these duties and responsibilities to the best of my capabilities.

Signed _____ Dated _____

APPENDIX C
To Code of Governance

RESPONSIBILITIES AND DUTIES OF THE CHAIRPERSON

The role of Chairperson is time consuming, with work between meetings, external representation of the TMO, and work with Staff. Chairing the TMO requires diplomatic and leadership skills of a high level.

The responsibilities of the Chairperson can be summarised under four areas:-

- 1) **To ensure the Management Committee functions properly.** The Chairperson is responsible for making sure that each meeting, be it a Committee Meeting, General meeting or sub-committee meeting is planned effectively, conducted according to the constitution (or Management Agreement) and that matters are dealt with in an orderly, efficient manner. The Chairperson must make use of all his/her Committee Members and “lead the team”. This also involves regularly reviewing the Committee’s performance and identifying and managing the process for renewal of the Committee in accordance with the TMO Rules, including training provision of new and existing Committee Members.
- 2) **To ensure the TMO is managed effectively.** The Chairperson must co-ordinate the Committee and Staff to ensure that appropriate policies and procedures are in place for the effective management of the organisation, including the review of staffing structures, appropriate delegated authority to staff and sub-committees, and receipt of outside professional advice as appropriate.
- 3) **To provide support to the Senior Officer.** The Chairperson will be the line manager for the Senior Officer (or most senior member of staff). The Chair shall therefore make arrangements for the appraisal structure for this member of staff and recommend/approve further training, pay awards etc.
- 4) **To represent the TMO** as its figurehead. The Chairperson may from time to time be called upon to represent the organisation and be its spokesperson at for example, meetings, functions press calls etc.

In addition, there may be duties attributable to being a Committee Member that may require the Chairperson to act in other capacities, these being covered in the Committee Members duties and responsibilities Pro Forma.

I, the undersigned acknowledge and accept the role of Chairperson and in doing so, fully accept to abide by these duties and responsibilities to the best of my capabilities.

Signed _____ Dated _____

APPENDIX D

To Code of Governance

RESPONSIBILITIES AND DUTIES OF THE SECRETARY

The role of the Secretary is to support the Chair in ensuring the smooth functioning of the Management Committee. The Secretary's tasks include:-

- 1) To ensure that the TMO works to further its stated aims within the constitution and Management Agreement
- 2) To ensure retention of all paperwork/information relevant to the TMO
- 3) To receive all correspondence addressed to them and report correspondence received to the Management Committee
- 4) To ensure preparation of Agendas in consultation with the Chair and Housing Manager (and receive Agenda items from other Committee Members) and the circulation of these Agendas and any supporting papers in good time for meetings.
- 5) To ensure that the Committee Meetings are held in line with The TMO Rules (e.g. are quorate)
- 6) To ensure that meetings are minuted and draft minutes are circulated to all Committee Members
- 7) To ensure the Chair signs the minutes once they have been approved and enters the minutes into the minute folder
- 8) To ensure that committee members and staff have carried out actions agreed.
- 9) To ensure circulation of agendas and minutes of all AGM, General, Special and extraordinary meetings as required.
- 10) To ensure that up-to-date records are kept of the TMO's membership
- 11) Act as Company Secretary in respect of the Financial Services Authority and ensure the returns are completed in a timely fashion.
- 12) To ensure arrangements are made in respect of meetings such as booking the room, refreshments etc.

In addition, there may be duties attributable to being a Committee Member that may require the Secretary to act in other capacities, these being covered in the Committee Members duties and responsibilities Pro Forma.

I, the undersigned acknowledge and accept the role of Secretary and in doing so, fully accept to abide by these duties and responsibilities to the best of my capabilities.

Signed _____ Dated _____

APPENDIX E

To Code of Governance

RESPONSIBILITIES AND DUTIES OF THE TREASURER

The Treasurers task may be divided as it is not good practice for all tasks associated with finance to be performed by just one person (whether they are a member of the Management Committee or a member of staff) without supervision or others. For this reason it is good practice to have a finance sub-committee to manage and monitor their finances. This group should ideally consist of the Treasurer, 1 or 2 other members of the Management Committee, the Chief Officer and or the member of Staff responsible for financial management or fund raising. Even if the Treasurer, the TMO's staff and the finance sub-committee carry out most of the financial management work, the final responsibility always rests with the Management Committee as a whole – all the Management Committee members are accountable

The Financial responsibilities of the treasurer can be divided down as follows:-

- 1) To ensure the TMO works to further its aims as stated within both the constitution and the Management Agreement
- 2) To uphold the financial regulations as stated in the Management Agreement and in legislation.
- 3) To ensure that all ledgers and financial records are maintained on a regular basis, including the Petty Cash
- 4) To ensure regular financial reports are made to the Management Committee
- 5) To ensure the production of financial records as and when necessary
- 6) To ensure all financial returns are produced and submitted in a timely fashion
- 7) To supply information to Staff, Accountant and bookkeeper as necessary
- 8) To ensure proper control of fixed assets and stock

In addition, there may be duties attributable to being a Committee Member that may require the Treasurer to act in other capacities, these being covered in the Committee Members duties and responsibilities Pro Forma.

I, the undersigned acknowledge and accept the role of Treasurer and in doing so, fully accept to abide by these duties and responsibilities to the best of my capabilities.

Signed _____ Dated _____

APPENDIX F

To Code of Governance

STYLES HOUSE TMO

GIFTS AND HOSPITALITY POLICY

All members of the Styles House TMO Management Committee and the TMO's staff are required to maintain a high standard of conduct in respect of the acceptance of gifts, rewards or hospitality of any kind. It is normally clear whether an offer of hospitality, or the like, from another party might be regarded as excessive or unreasonable and the conduct of the Committee and Staff in this respect should be equally clear.

Committee members and Staff must always bear in mind the need not to give the impression to anyone that they are improperly influenced in any way by any gift or consideration to show favour or disfavour to any person or organisation whilst acting in their official capacity. This is particularly important when dealing with contractors who may be interested in tenders, or with (potential) tenant/members who may be seeking a house/transfer, or who may owe money to the TMO.

As a general rule a member of the Committee, or a member of staff, should never receive gifts other than those of a trivial nature, nor allow extravagance in any entertainment received or given. Extreme caution should be exercised where an offer of gift, favour or hospitality is made and the following guidance should be adhered to when any such offer is received:

Guidance for Committee Members and Staff

The following would be acceptable:

- 1) Isolated gifts of a trivial nature i.e. diaries etc
- 2) Conventional hospitality provided it is normal and reasonable in the circumstances. In considering what is normal and reasonable, regard should be had to the degree of narrow personal involvement.

For example: there is no issue in acceptance to an annual dinner invitation of a large trade organisation of which the TMO is in day-to-day contact, or on the occasion where a company organises hospitality events for a wide range of customers, or of modest working lunches in the course of official business provided the frequency is not unreasonable.

Gifts that include personal involvement/gain are items such as an invitation to a golf tournament or tickets to a football match. These types of gifts should be refused.

Committee Members should seek the approval of the Chair before accepting gifts or hospitality over and above points one and two above.

The Chair should seek approval from the Estate Manager before accepting gifts or hospitality over and above points one and two above.

Staff members should seek approval from their respective line manager before accepting gifts or hospitality over and above points one and two above and the TMO Manager should seek the approval of the Chair before accepting gifts or hospitality over and above points one and two above.

In any instance, details of the gift, favour or hospitality, whether approved for acceptance or not, should be recorded on the relevant Proforma (see Annex A), together with an approximate value. These Proforma will be held in the Gift and Hospitality Log.

Return of Gifts

Where approval is not granted for the acceptance of gifts they must be returned to the sender and details must be recorded in the way stated above.

Providing gifts and/or hospitality

It is not envisaged that Committee Members or Staff members would be required or wish to give gifts or offer hospitality. Should the case arise, both the Chair and the Estate Manager may authorise a limit of £30 for each particular occasion.

Gifts or hospitality estimated to exceed this limit must be authorised by the full Management Committee

F

GIFTS AND HOSPITALITY RECORD SHEET

Name of recipient _____

Name/Address/Company Name of those making the gift or offer:

Details of gift or hospitality offered: _____

Estimated value of gift or hospitality offered: _____

Reason stated for the offer: _____

Authorised/Rejected (Delete as applicable)

Signed _____ Date _____

If rejected, gift returned or rejection letter sent on: _____

Signed _____ Date _____

APPENDIX G

To Code of Governance

REGISTER OF COMMITTEE MEMBER/VOLUNTEERS FINANCIAL OR OTHER INTERESTS

Committee Member/Volunteers are required to ensure that their interests are recorded in a Register of Interests and to ensure that this Register is updated as soon as changes to their interests occur. In addition, all members will be required to complete an annual return of their interests for the Register.

The Register lists all direct or indirect financial interests of Committee Member/Volunteers which members of the public might reasonably think could influence Judgement: non financial interests of the Committee Member/Volunteers where these have a direct bearing on the business of the TMO: and interests of spouses and of children under 18 and of persons living in the same household as applicable.

Name of Committee Member/Volunteer

Year of Birth_____

Address_____

Do your partner, your children or relations do any paid work linked to the TMO?

No, Yes, (if yes please give details below)

Employment/self employment details

Position_____

Key responsibilities_____

Are you or your partner, owners, partners or directors, or own more than 3% shares in any one Company (this does not included Building Society Accounts or simple share holding i.e. in BT)

No, Yes, (if yes please give details below)

Are you, your partner, your children or relations, members of any other organisation that could give rise to a conflict of interest (i.e. Board member of another TMO?)

No, Yes, (if yes please give details below)

Are you, your partner, your children or relations, related to or have any close dealings with any contractors used by the TMO?

No, Yes, (if yes please give details below)

Are you, your partner, your children or relations, related to any Staff working with the TMO?

No, Yes, (if yes please give details below)

Are you or your partner a non-discharged bankrupt?

No, Yes, (if yes please give details below)

Have you or your partner been convicted of a criminal offence in the last 7 years (not civil offences)?

No, Yes, (if yes please give details below)

Have you, your partner, your children or relations been convicted of anti-social behaviour or racial/sexual harassment or discrimination?

No, Yes, (if yes please give details below)

Have you been expelled from any other organisation as a Committee Member?

No, Yes, (if yes please give details below)

I willingly provide this information and agree to its use by the TMO to verify all direct or indirect financial interests and if I deliberately provide false information I will be removed from the Committee forthwith.

Signed:

Date:

For Office Use only

To Code of Governance

STYLES HOUSE TMO CONFIDENTIALITY POLICY

In carrying out its management functions under the management agreement Styles House TMO inevitably deals with problems and cases which raise matters of confidentiality. The TMO has a responsibility, as a service provider, employer and democratic organisation, to ensure that it has in place and operates robust confidentiality policies and procedures in the way it manages its own organisation and conducts its business. This is all part of good governance.

1. Styles House TMO Committee Members, Staff and Casual Volunteers must treat all information in its possession in relation to tenants, leaseholders and freeholders living in the property as strictly confidential. It also prevents the TMO from giving the information or permitting it to be seen by another person or organisation except where the individual concerned has given his or her express advance written consent (unless the TMO is required to do so by law).
2. The TMO is also aware and familiar with the need to comply with the requirements of the Data Protection Act 1998 and Freedom of Information Act 2000.
3. The procedures apply to the TMO's responsibilities as a service provider (including its actions in hiring contractors or other agencies); as an employer (in its recruitment and employment practices); and as a democratic organisation (linked to its constitution).
4. There is a range of other miscellaneous matters where the TMO may be dealing with confidential information. Examples include:
 - Requests from friends or relatives trying to trace tenants or leaseholders
 - Requests for information from a member of the council, MP or MEP
 - Requests for rent accounts references from building societies, banks, mortgage lenders etc
 - Requests from debt collection agencies
 - Requests from utility services
5. Matters of this nature must be relayed to the Estate Manager who will be listed as the TMO's Data Protection Officer.

6. Committee Members must sign a Confidentiality Clause which sets out their responsibilities under this clause and explains the Breach procedure. Staff who Breach this confidentiality Policy will be subject to disciplinary action in accordance with their Contact of Employment.

Monitoring and review of the Code

7. The TMO will monitor this policy at periodic intervals to ensure that it is operating effectively, and that it is kept up to date and reviewed to reflect changes or developments in the TMO's own management responsibilities, or other changes in law, policy and practice affecting the TMO's operations.

ANNEX A to
APPENDIX H

CONFIDENTIALITY AGREEMENT

CSPTMO

This agreement is drawn up by the Management Committee of Styles House TMO and covers the matter of confidential reports and procedures to be agreed and adhered to by **ALL** Committee Members, Co-opted Committee Members and casual volunteers.

Failure to observe the confidentiality of items brought before Members deemed to be classified as confidential, will result in disciplinary action against any member, who following an investigation, is deemed to have breached this clause. Such disciplinary action may result in the immediate dismissal of that member from the committee.

Each item of discussion within Agenda Item headings will be categorised under its individual merit, by the Senior Officer or by majority vote in his/her absence. Items such as Allocations, complaint issues or items concerning the welfare and conduct of staff and other members will automatically be categorised as confidential.

Tenant's individual rent details or council housing registrations will never be a matter for discussion for the Committee.

(Compliance with current legislation concerning race relations, sexual discrimination, health and safety and data protection are covered by other documentation /agreements, but must be adhered to at all times).

I, (Name in Full).....

I sign to my consensual agreement to the above confidentiality clause and understand that if I fail to comply with the above clause, I will be subject to disciplinary action by the Committee with the possibility of being removed from the said Committee.

Signed.....

Dated.....

Witnessed by..... **(Print Name)**

Signed.....