



# **CODE OF CONDUCT for Board Members**

Prepared by	Company Secretary
Date Effective	3 October 2018
Approved by	Board

# Code of Conduct

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## **Scope**

**This Code of Conduct was adopted by the Board of South Essex Homes on 25<sup>th</sup> February, 2014 and reviewed on 3<sup>rd</sup> October, 2018 it applies to every Board Member. This Code of Conduct reflects various best practice guidance including the National Housing Federation's Excellence in Governance Code for Board Members.**

**A Board Member must always observe this Code of Conduct whenever he/she:**

- (a) conducts the business of South Essex Homes**
- (b) conducts the business of the office to which he/she has been elected or appointed; or**
- (c) acts or appears to act as representative of South Essex Homes**

**High standards of conduct imply disclosure of matters that might conceivably be seen as giving rise to a duality or conflict of interest, and require Board Members to uphold the spirit as well as the wording of this Code of Conduct.**

## **1. Introduction**

The conduct of South Essex Homes Board Members should give confidence to residents and partners, show integrity and, at all times, avoid any suggestions of influence by improper or biased motives.

This Code of Conduct respects the following seven principles:

- 1) Selflessness      To take decisions solely in terms of South Essex Homes values and purpose and not in order to gain financial or other material benefits for family, friends or ourselves.
- 2) Integrity          Not to place ourselves under any financial or other obligation to outside individuals or organisations that might influence the performance of our duties.
- 3) Objectivity        To ensure impartially in the delivery of services, the appointment of staff, or the awarding of contracts and that choices are made on merit alone.
- 4) Accountability    To accept accountability for our decisions and actions towards our residents, the providers of public funds and other stakeholders and to submit ourselves to whatever scrutiny is appropriate.
- 5) Openness          To be as open as possible about all the decisions and actions that we take. We should give reasons for our decisions and restrict information only when individual or commercial confidentiality demands.

- |               |   |
|---------------|---|
| 6) Honesty    | To declare any private interests relating to duties and to take steps to resolve any conflicts arising in a way that is lawful and protects South Essex Homes reputation, values and aims |
| 7) Leadership | To promote and support these principles by leadership and example.  |

The core responsibilities of a Board Member are as follows:

- Ensure that the Board address the Mission and Aims of South Essex Homes (rather than the interests of any specific group which they represent);
- Work in the public interest;
- Bring about positive outcomes for the people who use the services;
- Provide good value for tax-payers who fund these services;
- Balance public interest with accountability locally
- Motivate front-line staff by making sure that good executive leadership is in place.

Once members have been elected to the Board, they are not and should not act as representatives of any one individual group, and must always act in the best interests of the company when carrying out their duties as a Board Member or acting on behalf of the company.

## **2. Statutory Duties**

Board Members must always ensure that they comply with the law when discharging their duties.

The Companies Act 2006 clarified the responsibilities of all Company Directors. Board Members at South Essex Homes must ensure that they meet the seven statutory duties:

1. Act within powers
2. Exercise independent judgment
3. Exercise reasonable care, skill and diligence
4. Avoid conflicts of interest
5. Not accept third party benefits
6. Declare any interest in a proposed transaction or arrangement
7. Promote the success of the organisation

### **3. South Essex Home Mission Statement**

The Board is responsible for developing the Company's Mission Statement which will be publicised broadly, to staff and customers.

Board Members are required to incorporate the Mission and Aims into their roles as Board Members.

Board Members have a specific duty to make sure they steer the Company in accordance with the agreed Mission and Aims.

South Essex Homes Mission Statement is:

Working together to:

- Empower our residents
- Provide excellent services and quality homes
- Engage with our communities
- and Work in partnership with Southend-on-Sea Borough Council

South Essex Homes Objectives are:

- Deliver Value to the Council by working in partnership with the Council to critically review our purpose and contribution
- Empower Residents by developing our Engagement Strategy to support and train residents, work in partnership with the Residents Scrutiny Forum and sustain tenancies.
- Provide Innovative Solutions – by striving to maintain key performance and satisfaction measures, develop the Asset Management Strategy, Repairs delivery, ICT Systems and front line services
- Engage with Communities –by enhancing communities, working on the wider strategy with the Council and education and supporting residents where needed
- Develop our Commercial Activities –by maximising the Careline Service, and focussing on utilising South Essex Property Services to its maximum.

### **4. Disclosure of interests**

Board Members must not put themselves in a position which may influence them or be perceived to influence them in the conduct of their duties.

#### **4.1 Board Members' interests**

A conflict of interest could arise in any given situation, but it is important that Board Members understand what a potential conflict of interest is.

Conflicts of interest can arise from:

- an interest in any property being managed or purchased by South Essex Homes,
- an interest in any company selling or being agent for any property being managed or purchased by South Essex Homes,
- a business relationship with any person or firm earning fees from work placed by South Essex Homes,
- a business relationship with any person or firm entering into a contract to carry out work for South Essex Homes.

The above is not an exhaustive list. All such interests and any other personal or business interest which conflicts with South Essex Homes' interest must be disclosed. Where there is doubt as to whether or not a conflict of interest arises the Company Secretary should be approached for advice on how to proceed.

Board Members can seek further guidance from the Company Secretary regarding conflicts of interest.

Board Members must ensure that:-

- private and personal interests do not influence their decisions which impact on South Essex Homes.
- they do not use their position, or South Essex Homes activities, **to** obtain personal or business gain either for themselves or for their families, friends or associates

Article 20 of the Company's Articles of Association provides that an interest should always be disclosed to the Company Secretary in respect of:

- 1) All bodies trading in which staff/members have an interest as:
  - A director or senior employee;
  - A member of a firm;
  - The owner or controller of more than 2% of the issued share capital in a company
- 2) All interests as an official or elected member of any statutory body;
- 3) All interests as the occupier of any property owned or managed by South Essex Homes
- 4) Any other significant or material interest

Board Members must always be alert to any potential conflicts of interest. It is also recommended that Board Members declare any form of employment and any other relevant appointments (voluntary or otherwise) such as a trustee or elected official of a membership body.

## **4.2 Declaration of interests**

Agendas for all Board, Committee Joint Committee & Leadership Group meetings include “Declaration of Interest” as a standard item, during which time participants at that meeting should make any personal interests known relating to the business on the agenda.

Unless the interest is of a type described in the paragraph below, a Board Member who has any interest in an arrangement between the Company and another person or body (a 'transactional' conflict) must not remain present whilst the relevant item is discussed unless requested to do so by the other Board Members and must not vote on the matter in question.

However, provided that the interest has been properly disclosed, a Board Member may remain present during the discussion and may vote on the matter under discussion where the interest arises because:-

- a) the Board Member is a Tenant so long as the matter in question affects all or a substantial group of Tenants;
- b) the Board Member is a Director or other officer of a company or body which is a parent, subsidiary or associate of South Essex Homes;
- c) the Board Member is an official or Elected Member of any statutory body;  
or
- d) another circumstance provided that the conflict of interest has been authorised in accordance with the articles of association.

## **4.3 Authorisation of conflicts**

If an actual or potential conflict of interest arises for a Board Member other than in relation to a transaction or arrangement with the Company (a 'situational' conflict) and the conflict is not authorised under the Articles, the un-conflicted Board Members may authorise the conflict of interest provided that:

- a) any conflicted Board Member is not counted in the quorum of Board Members at the meeting whether the conflict is to be authorised; and
- b) the un-conflicted Board Members consider it is in the interests of the Company to authorise the conflict of interest in the circumstances.

The Board Members may attach conditions to any such authorisation that they consider to be in the best interests of South Essex Homes. The Board should consider whether any situational conflicts should be authorised each time a new Board Member is appointed or a new situation (not already authorised) arises for

an existing Board Member that gives rise to an actual or potential conflict of interest.

#### **4.4 Failure to disclose an interest**

If a Board Member fails to disclose an actual or potential conflict of interest, this may result in them being removed from the Board.

Notwithstanding the Board's powers to require a Board Member to stand down, Board Members will take personal responsibility wherever appropriate for resolving the conflict. In particular, if an external role or responsibility gives rise to a serious or persistent conflict, they must consider either resigning from the Board, or stepping down from the external role/responsibility.

### **5. Confidentiality of Information**

South Essex Homes' work involves confidential information about its customers and South Essex Homes' business and Board Members must respect that confidentiality. South Essex Homes must take account of the Access to Personal Files (Housing) Regulations (Statutory Instrument 1989/503), the General Data Protection Regulation and other relevant legislation.

Specifically a Board Member must not :

- Disclose information relating to South Essex Homes or its tenants acquired by way of his/her work as a Board Member for any reason other than the promotion of the objectives of the Board
- Disclose information given to him/her in confidence by anyone, or information acquired which he/she believes is of a confidential nature, without the consent of a person authorised to give it, or unless he/she is required by law to do so; nor
- Prevent another person from gaining access to information to which that person is entitled by law.
- Under no circumstances must Board Members use or disclose any information obtained during their work as a Board Member for their personal gain or benefit of themselves or others associated with them.

Board Members must treat as confidential all information they acquire during the period of and as a result of being a Board Member specifically including:

- Information concerning people; residents, staff, applicants etc and
- Those matters of business which are confidential or commercially sensitive, such as policy, future plans, staffing or financial or other resources and their allocation.

Where information is to be released outside South Essex Homes, it must only be released with the prior written consent of the Chief Executive or the Chair, unless required to disclose this information by law or court order.

If a Board Member breaches our duties of confidentiality it will be treated as a breach of this Code of Conduct.

The obligations of confidentiality continue after a person has ceased to be a Board Member. When a Board Member leaves for any reason, they will return all the paperwork relating to South Essex Homes to the Company Secretary.

## **6. Board Member Conduct**

### **6.1 General**

A Board Member must not in his/her official capacity, or any other circumstances, conduct himself/herself in a manner which could be reasonably be regarded as bringing his/her office or South Essex Homes into disrepute.

A Board Member:

1. must not in his/her official capacity, or any other circumstance, use his/her position as a Board Member improperly to confer on or secure for himself/herself or any other person, an advantage or disadvantage; and
2. must, when using or authorising the use by others of the resources of South Essex Homes;
  - Act in accordance with South Essex Home's Financial Regulations and Code of Governance
  - Ensure that such resources are not used other than for purposes that could reasonably be regarded as likely to facilitate, or be conducive to, the discharge of the functions of South Essex Homes or of the office to which the Board Member has been elected or appointed.

A Board Member must not hold him/herself out as acting on behalf of, or representing the views or concerns of, the Board of South Essex Homes in part or in whole to any third party unless a resolution has been passed by the Board.

A Board Member must when reaching decisions:

1. Have regard to any relevant advice provided to him/her by –
  - South Essex Homes' Director of Business Development, Chief Executive
  - South Essex Homes' Company Secretary or Executive Director; and

2. Give the reasons for those decisions in accordance with South Essex Homes' and any statutory requirements in relation to the taking of a decision.

In addition to the above a Board Member must adhere to any rules agreed by their respective Board.

A Board Member must if he/she becomes aware of any conduct by another Board Member which he/she reasonably believes involves a failure to comply with this Code of Conduct, bring this to the attention of the Chair or Vice Chair and the Company Secretary as soon as it is practicable for him/her to do so.

All Board Members who represent South Essex Homes are expected to conduct themselves appropriately when they are carrying out a duty or attending a function, and in their everyday life.

Board Members are required to annually re-affirm their commitment to the Code of Conduct, and to South Essex Homes, its aims and objectives, policies and procedures.

Board Members are required to have knowledge of the roles of the Board and its Board Members. They should be aware that the Board is a team, and that it can only be effective if it is working together and can resolve any differences of opinion amicably.

Board Members must act in the interests of South Essex Homes (and not on behalf of any particular constituency or interest group). The Board needs a wide range of skills and experience and will only function effectively if each Board Member is committed to contributing fully. Contribution involves all Board Members using their skills, experience, and time to help the Board collectively to reach the most appropriate decision, usually by a consensus.

## **6.2 Collective responsibility**

Board Members must accept and share a responsibility for all Board decisions. Board Members acknowledge that there will be opportunities to change, alter and amend decisions in an appropriate manner.

Individual Board Members will inevitably have differences of opinion on issues debated at meetings. After full discussion when the meeting has reached a conclusion all individuals must uphold the decision whether they voted for it or against it. Speaking against agreed decisions in public could potentially undermine the Board and could damage the reputation of South Essex Homes. Individuals have a responsibility to stand by the collective decisions of the Board and to present a united front. For example, if the Board makes a decision that is later discussed at another committee meeting which is attended by a Board Member of the decision making Board, that Board or committee member must

support that decision. Board Members must recognise that if they are opposed strongly to a Board decision to the extent that they cannot abide by this paragraph, they may need to resign as a Board Member.

Board Members need to ensure that in their actions and decisions they are open and accountable to the general public as well as to the many organisations and individuals who have a more direct interest in their work, such as tenants, local communities, local authorities and other interested parties.

### **6.3 Conduct at meetings**

Board Members must observe the rules of good meeting behaviour. This means (amongst other things) that Board Members will be courteous to other attendees, respect their views and allow them the opportunity to speak without interruption, remain measured and controlled even in stressful circumstances, will not use offensive, provocative, abusive or racist language or use threatening behaviour or violence or otherwise disrupt the meeting.

If Board Members have personal differences with another Board Member they will not bring these into the arena of a Board meeting. Instead they will resolve such differences quickly, quietly and discreetly between themselves outside of meetings.

If Board Members have a complaint against another Board Member or a colleague of South Essex Homes, they will raise the complaint with the Chair of the Board or the Company Secretary.

## **7. Disclosure of gifts and hospitality**

### **7.1 Register of interests, Gifts and Hospitality**

To show that Board Members do not receive improper personal benefits because of the activities of South Essex Homes, declaration of interests will be required from Board Members on an annual basis for the Register of Interests, Gifts and Hospitality held by the Company Secretary. Should Board Members' interests change from the position disclosed in the register at any time, they should contact the Company Secretary within 28 days from when the change took effect. Board members will be asked to review the details held on an annual basis.

### **7.2 Gifts**

Giving and receiving gifts creates a relationship that can be seen to influence Board Members' judgement. Therefore, other than nominal gifts (below the value of £25) they should always be avoided. Cash should never be accepted.

Anyone offering gifts should be asked to donate them for residents' benefit or they should be pooled for donation to external charities.

All gifts offered, whether accepted or refused, must be declared to the Company's Register of Interests, Gifts and Hospitality held by the Company Secretary within 28 days.

### **7.3 Hospitality**

Board Members may not give or receive repeated lavish hospitality or entertainment.

Occasional and modest hospitality is permitted. Board Members are encouraged to seek advice from the Chief Executive, the Company Secretary or the Chair of the Board on acceptable levels of hospitality.

Hospitality, which could be perceived to influence one's judgement, whether accepted or refused, must be declared in the Company's register of Interests, Gifts and Hospitality held by the Company Secretary within 28 days.

## **8. Relationship with residents**

Any personal relationship between Board Members and residents must not conflict with the best interest of the resident concerned or bring undue pressure to bear in matters concerning their rights as residents.

Board Members must never allow themselves to be compromised by, nor take advantage of, their relationship with residents. The relationship of trust must never be abused.

## **9. Provision of housing and other benefits**

Board Members must not be given preferential treatment due to their position within South Essex Homes in respect of any benefit or housing-related service provided or managed by the Company.

## **10. Payments**

Board Members must not be in receipt of any payments by South Essex Homes, apart from payments specified in the approved Board Expenses Policy.

## **11. Employment Matters**

Board Members involved in making appointments should ensure that these are made on the basis of merit alone. It is unlawful to make an appointment based on

anything other than the ability of the candidate to undertake the duties of the post. Personal preferences should not influence judgements to be made.

In order to avoid any possible accusations of bias, Board Members must not be involved in any appointment where they are related to an applicant or have a close personal relationship outside of work with him/ her. Any such relationship should be declared.

Similarly, Board Members should not be involved in decisions relating to discipline, promotion or pay adjustments for any employee who is a relative, partner or close personal friend.

The law and South Essex Homes' procedures lay down rules for appointment, discipline and dismissal of staff. These must be observed scrupulously and impartially, subject always to the duty in every case to act fairly.

Board Members must not canvass the support of other Board Members or officers for any candidate applying for employment. Board Members must also resist and report any attempt by others to do so.

If a Board Member (or member of their family) is a resident or tenant or employee of South Essex Homes they must not use their position as a Board Member to gain any advantage or preferential treatment.

## **12. Confidential Reporting (Whistleblowing)**

Board Members who become aware of any breach of this code or any other impropriety, have a duty to draw this to the attention of the Chair of the Audit & Risk Committee, the Company Secretary or Chief Executive of South Essex Homes.

In no circumstances will anyone raising legitimate concerns by following the Confidential Reporting procedure be penalised in any way for doing so. Equally, abusing this process by raising unfounded or malicious allegations is a serious matter and would be dealt with under the Appendix 1 to this policy

## **13 Political activities**

Board Members should demonstrate that South Essex Homes is politically neutral, and therefore, they must not allow party political or other affiliations influence their judgement in a way that is in conflict with the best interest of the Company

## **14 Outside activities**

Board Members are required to declare outside paid work or other interests in accordance with the register of interest procedure.

No outside work is permitted on the Company's premises or using equipment supplied by South Essex Homes. Such facilities are to be used only for South Essex Homes approved duties.

## **15 Media**

All media requests for the organisation must be dealt with through the Marketing and Communications Officer. If a Board Member is asked by the media for comment on issues relating to South Essex Homes, this should be referred to the Marketing and Communications Officer immediately. Board Members also should not contact the media in their capacity as a Board member without prior consent of the Board.

## **16. Equality and Diversity**

South Essex Homes is legally obliged as an employer and provider of housing services to offer equal opportunity for all. All parts of the Company must adhere to the Equal Opportunities Policy adopted by the Board. The policy includes the statutory duties of South Essex Homes in this respect, and outlines the wider aims in relation to valuing diversity.

Board Members should actively promote the Equal Opportunities Policy and seek to ensure that all decisions taken by the Board adhere to its principles.

## **17. Attendance**

The full procedures relating to Board member attendance are covered in Article 21 of the Articles Code of Association. Regular attendance at Board, Committee & Leadership meetings and any relevant training and development is essential to being an effective Board member. Board Members must endeavour to give full attendance.

## **18. Disqualification as a Board Member**

Any Board Member who would become disqualified under Company Law to act as a company director would also be disqualified from Board Membership.

Other criteria for disqualification are set out in Article 15 of the Company's Articles of Association Appendix 2.

A serious breach of the Code of Conduct could also result in removal from the Board depending on the recommended course of action by the Standards Panel and subject to a resolution by the Board to that effect.

## **19. Failure to follow the Code of Conduct**

Board Members should recognise that failure to follow the Code of Conduct could damage South Essex Homes' work and reputation and, therefore, it will normally be viewed as a disciplinary matter.

In the case of a Board Member failure to comply with the Code, action will be considered in accordance with Appendix 1 of this Code of Conduct and South Essex Homes' Articles of Association.

Board Members carry special duties of accountability and, as consequence, their conduct and personal integrity must always be beyond reproach. For this reason, any Board Member who:

- Becomes subject to legal proceedings brought against him/her by South Essex Homes
- Brings legal proceedings against South Essex Homes; or
- Becomes subject to any criminal or civil proceedings, the nature of which could compromise his/her position as a Board Member.

Shall immediately become suspended from membership of the Board. Upon the conclusion of any such proceedings, the Board will decide whether to reinstate or seek removal of a Board Member in accordance with South Essex Homes' Articles of Association.

The Articles of Association lay down procedures for the removal of an individual from the Board.

### BOARD MEMBER COMPLAINTS PROCEDURE

- A) Where a complaint or allegation is made against a Board Member by another Board Member, member of staff, resident or member of the public, this must be made verbally or in writing to the Company Secretary or the Chief Executive who subsequently will inform the Chair of the Board and/or the Vice Chair of the Board. The Board Member will also be informed in writing of the complaint made against him/her, but not of who has made the complaint at this stage. At the appropriate time the person who has made the complaint may need to come forward as a witness

Examples of a complaint which would fall within this policy:

- Conduct which is an offence or a breach of law
  - Disclosures related to miscarriages of justice
  - Health and safety risks, including risks to the public as well as to employees
  - Damage to the environment
  - The unauthorised use of public funds
  - Possible fraud or corruption
  - Other unethical conduct including but limited to bullying or harassment of staff, residents or other board members
- B) In cases where the complaint or allegation refers to a Board Member who is a Councillor and may also be a breach of Southend Borough Council's Code of Conduct, the Company will refer the matter to the Council's Chief Executive. South Essex Homes will not undertake an investigation until notified of the outcome of the Council's own investigation. This will not prevent the Councillor being suspended from the Board in accordance with paragraph (E) of this Appendix whilst the Council's investigation is being undertaken.
- C) A preliminary investigation will be conducted by the Chair and Vice Chair of the Board unless they are the subject of the complaint in which case the Chair of a Committee of the Board will substituted to determine whether a breach of the Code of Conduct has occurred. If it is assessed as a minor breach, the Board Member will be informed in writing of the outcome of the investigation and the case closed. It is at this point, that the Board member will also be informed of who made the complaint unless to do so could be deemed to put the complainant at risk. No further action will then

be taken, although if another complaint is made against the same Board Member regarding the same breach, this may be considered as part of any future investigation. The Board will be informed of the complaint and outcome of the investigation.

- D) If it is assessed that a serious breach may have occurred, a Standards Panel will be convened to investigate the matter in-depth and the Board Member shall be informed in writing that the investigation is to take place. When the Board Member is informed of this, he/she will be told of who has made the complaint against him/her.

The Standards Panel will be made up of a minimum of three people to include the Chief Executive or Executive Director, an independent person appointment by the Board (usually the Company's legal advisors) and the Chair or Vice Chair of the Board or as substituted above. The relevant Board Member will be notified in writing of the steps which will be taken to investigate the complaint and expected timescale within which the complaint will be dealt with. These steps will include a right for the Board Member to submit a written statement to be considered by the Standards Panel as part of the investigation.

A meeting date for the Standards Panel will be set as soon as practicable, while allowing for a full investigation to be carried out.

- E) In cases where the continued involvement of a Board Member about whom an allegation has been made may, in the opinion of the Standards Panel:

- Damage South Essex Homes reputation;
- Involve material financial detriment to South Essex Homes;
- Give rise to claims against South Essex Homes or Southend Borough Council;

the Panel may decide to suspend that Board Member from the Board as a precautionary measure pending the outcome of the investigation and the Standards Panel meeting. A Board Member upon being temporarily suspended shall not attend any Company meetings in their capacity as a Board Member but arrangements will be made whereby the Board member's views on issues to be discussed by the Board (other than those which relate to the Board Member in question) are given due and proper consideration by the Board.

If the Board Member is to be suspended the Board Member will be advised of their suspension and the Board will also be notified. The suspension will be reviewed upon completion of the investigation.

- F) The Board Member may attend the Standards Panel meeting and can appoint their own independent advisor/nominated representative to accompany or represent them.

The Standards Panel will, no later than ten working days before the Standards Panel meeting, provide the Board Member with any names of witnesses and copies of any documentation to be used during the meeting. The Board Member will provide any documentation (including any witness statements) they wish to use at the Standards Panel meeting no later than seven working days before the date of the meeting.

- G) Following the determination of the Standards Panel, the Standards Panel will advise the Board Member of their decision in writing (ideally this should be no longer than 5 working days after the meeting unless specified otherwise), outlining the outcome of the investigation and Standards Panel meeting including any recommendations to be made to the Board. The ultimate penalty that the Board could impose for any breach of this Code is the removal of a Board Member in accordance with the Articles of Association. In advance of such action and, according to the circumstances of any breach, the Standards Panel and the Board could determine to issue warnings that any continued or repeated breach will result in their consideration or removal.

## ARTICLES OF ASSOCIATION

### DISQUALIFICATION AND REMOVAL OF BOARD MEMBERS

- 1.1 A person shall be ineligible for appointment to the Board and if already appointed shall immediately cease to be a Board Member if the relevant individual:
  - 1.1.1 ceases to be a Board Member by virtue of any provision of the Act or becomes prohibited by law from being a company director; or
  - 1.1.2 is or becomes a person disqualified from elected membership of a local authority; or
  - 1.1.3 becomes bankrupt or makes any arrangement or composition with his creditors generally; or
  - 1.1.4 is or becomes physically or mentally incapable of acting as a director (and a written confirmation of this has been provided by a registered medical practitioner who is treating that person) and may remain so for more than three months; or
  - 1.1.5 resigns his office by written notice to the Organisation; or
  - 1.1.6 is removed from office by a resolution (or written notice signed by) at least three quarters of all the other Board Members from time to time; or
  - 1.1.7 shall for more than six consecutive months have been absent (without permission of the Board) from meetings of the Board held during that period and the Board resolves that his office be vacated; or
  - 1.1.8 in any period of 12 months, shall have been absent (without the permission of the Board) from at least 60% of the meetings of the Board held during that period and the Board resolves that his office be vacated; or
  - 1.1.9 in the case of a Tenant Board Member ceases to be a Tenant provided that this Article 15.1.9 shall not apply in respect of a Tenant Board Member temporarily ceasing to be a Tenant as a result of the demolition of or works carried out to that Tenant Board Member's home; or

- 1.1.10 is a Tenant Board Member and is (in the reasonable opinion of a majority of other Board Members) in serious breach of their obligations as a Tenant; (including, but not limited to, being 7 weeks in arrears in respect of any payments due under their lease or tenancy, as the case may be); or
- 1.1.11 is a Council Board Member and is or becomes a Tenant; or
- 1.1.12 is a Tenant Board Member and is or becomes a Local Authority Person; or
- 1.1.13 is an Independent Board Member and is or becomes a Tenant or a Local Authority Person; or
- 1.1.14 is removed by resolution of the Council pursuant to Article 15.2; or
- 1.1.15 has served on the Board for nine consecutive years (the "Maximum Term") provided that any Independent Board Member who has reached the Maximum Term on or before 28 February 2017 would have a right to have his Maximum Term to be extended for one more year if the Board so resolves.