

DOVECOTES TMO BOARD

INFORMATION PACK FOR PROSPECTIVE BOARD MEMBERS



A QUICK GUIDE

WHAT ARE THE RESPONSIBILITIES OF A BOARD MEMBER DOVECOTES TMO?

- You will become a director of Dovecote Tenant Management Limited.
- Directors will share collective responsibility for decisions made by the Board.
- Directors will be expected to act only in the interests of the Dovecotes TMO Board and not on behalf of any organisation or interest group.



Dovecotes TMO limited is a Company incorporated under the Companies Act 1985 – Registration Number: 05692344

This means that every member receives financial protection should the Company encounter financial difficulty and is forced into liquidation (in other words, goes bust!). Provided that the law hasn't been broken, the most each member has to contribute to pay off all the debt is £1. In return for this financial protection, the Company must manage its affairs according to its Registered Constitution (called the Memorandum and Articles of Association)

Membership

Membership of the Company is open to anyone aged 18 or over who is lawfully resident in a Council or former Council property in the Dovecotes area

The membership is split into two groups:

1. **Tenant Members**
2. **Owner-Occupier Members**

This reflects the differing role of these two "interest groups" within the Company and ensures that Tenants can take the lead on matters that affect them most. These are mainly allocation, tenancy, repairs and maintenance issues. It also reflects the fact that owner-occupiers will be affected by the Companies activities, too. For instance environmental matters will be of interest to owner-occupiers. Tenant Board Members are voted in by Tenant Members and Owner Occupier Board Members are voted in by Owner Occupiers. Up to four people can be co-opted onto the board by board members at the at the 1st board meeting after the AGM. Co-optees will have voting rights just the same as elected board members.

Membership ceases if a member moves out of the Dovecotes TMO area, resigns in writing, is expelled by an extraordinary general meeting or dies.

Meetings - Annual General Meeting (AGM)

Each calendar year the Company must hold an AGM. The first AGM must be held within eighteen months of the Company being legally formed. Afterwards the AGM must occur within fifteen months of the last AGM in order to:

- **approve the annual accounts**
- **elect board members**
- **fix subscription rate (if any)**
- **consider any other matters notified in the notice calling the meeting**

Three weeks written notice must be given to every member prior to the date of the meeting.

The Board

Between Annual General Meetings, the Company is managed by the Board. This is elected by the AGM and consists of nine elected members, and up to four co-opted members:

- **SEVEN representatives nominated and elected by Tenant Members**
- **TWO representatives nominated and elected by Owner-occupier Members**
- **FOUR others co-opted by the Board - who may or may not be members of the Company**

Elected Board members serve for a period of three years before they must seek re-election, with three members retiring at each subsequent AGM. This makes it unlikely that the whole Board will change in any one year. This helps to ensure that experience can be passed on over the years. Co-opted members retire at the AGM following their co-option.

Once a Board members period of office is finished, they are eligible for re-election or co-option.

Officers

The following officers are appointed by the Board:

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

To reflect the role the Company has in managing the Dovecotes TMO area, the chairperson must be a Tenant Member and is responsible for facilitating all types of general meeting. If he or she cannot make a meeting, the Vice Chairperson then deputises.

In the case of an equality of votes the Chairperson (who will always be a tenant) shall have a casting vote.

WHAT IS EXPECTED OF A DIRECTOR?

Board members are Directors of the company. They will collectively need to possess qualities required to make decisions on policies and monitor the TMO's performance. Training and support * will be provided where needed to develop an understanding of the following:

WHAT WILL THE DOVECOTES TMO BOARD EXPECT OF ME?

As a Director you will be expected to-

- support the Dovecotes TMO Board in achieving its objectives.
- uphold the company's core policies.
- contribute and share responsibility for the board's decisions.
- prepare for and attend meetings, training sessions and other events.

OBLIGATIONS OF BOARD MEMBERS

Broadly they include;

- upholding the values and objectives of the new organisation;
- declaring any relevant interests;
- respecting confidentiality of information;
- uphold the standards required by the Dovecotes TMO Board 's Code of Conduct for Board Members.
- recognising National Federation of HA's Code of Governance and Confidentiality;
- ensuring compliance with any regulatory body (e.g. Housing Corporation)
- ensuring compliance with legal and other constraints placed upon the Dovecotes TMO Board.

HOW MANY DIRECTORS WILL THERE BE?

There will be 7 Tenant Board Directors and 2 Owner Occupier Directors who will collectively need to possess qualities required to take policy decisions and monitor the new organisations performance, Up to 4 people can be co-opted onto the board if they have skills and knowledge to help in the governance of the TMO

WILL I BE PAID?

No !

HOW LONG WILL I BE A DIRECTOR?

Usually directors remain in office for period of (3) years except any co-opted board members who are nominated for a term of 1 year only at a time.

Directors are free of course to resign from the Board at any time during their period in office.

CAN DIRECTORS BE DISQUALIFIED?

Yes a Director can be disqualified if he or she:

1. Becomes bankrupt or makes any arrangement or composition with his creditors.
2. Becomes prohibited by law from being a Director.
3. Becomes incapable by reason of mental disorder, illness or injury of managing and administering his or her property and affairs.
4. Is the subject of a custodial sentence imposed by a court in the United Kingdom in respect of any criminal act or omission unless the board determines otherwise.

5. Was a Tenant /Owner Occupier at the date he or she became a Director and ceases to be a Tenant/Owner Occupier
6. Is convicted of any criminal act or omission unless the Board determines otherwise.
7. Resigns from office by giving written notice to the Dovecotes TMO Board
8. Is removed by a resolution of the Members.
9. Fails to attend three consecutive Board Meetings or fails to attend any Board meeting for a period of three months (whichever is the longer period) and the board determines that he or she shall be removed from the board.
10. Enters into any activity or conduct, which might bring the Dovecotes TMO Board or the Registered Social Landlord sector into disrepute.

ARE THERE ANY RESTRICTIONS TO BECOMING A DIRECTOR?

A tenant Board Member must be over the age of 18 and currently living in a home owned by Wolverhampton City Council in the area known as Dovecotes.

FREQUENCY OF MEETINGS

- The commitment is likely to be one board meeting per month.
- One or two training sessions per year.
- Meetings will be held at a time and venue, which is convenient to the Board as a whole. They are likely to last no more than two to three hours.
- However – task groups and sub-committees may be established which would require your attendance.

OTHER INFORMATION

Members of the Board cannot receive financial or similar benefit from being a Board member. The Board will be a blend of different skills, experience and expertise. The board must also be able to work with and maintain the confidence of Wolverhampton City Council, with whom we have a management agreement to manage and maintain tenancies and properties in the Dovecotes area

Roles and Responsibilities

- **The Role of the Board Member**
 - Attend meeting's regularly & propose / discuss agenda items
 - Attend induction and annual training events
 - Receive management & other reports
 - Take decisions & instruct TMO Manager
 - Question manager on performance
 - Set and review management targets
 - Work together & support fellow committee members & officers
 - Discuss finance and budgets & set targets
 - Long term planning and proposals
 - Bring to the attention of the committee local management issues and raise concerns of residents who have gone through all the proper channels via the staff
 - Report back on any tasks which may be undertaken
 - Keep the estate informed, unite & promote the estate
 - Make decisions on management policy

Dovecotes Tenant Management Organisation

- Keep up to date with current local & national housing policies
- Manage the Manager & receive reports on any staffing / supervisory issues to have arisen monitor staff performance & welfare
- Delivering the service of managing the estate under the management agreement
- **The Role of the TMO Staff**
 - Provide a day to day housing management and maintenance service to the estate
 - Liaise with providers of services to residents
 - Implement & follow policy and procedures
 - Keep information for residents up to date
 - Run the Neighbourhood Office and be friendly
 - Promote and explain what a Tenant Management Organisation is and is responsible for
 - Understand and advise on legal aspects of housing legislation
 - Advise board on policy on priorities
 - Provide information for board to monitor performance
 - Develop ideas and proposals
 - Meet targets set by the board
 - Provide training to board / committee members
 - Understand the management agreement
 - Work to the spirit and principles of the job description
 - Sign up new members / supply this information to Secretary
 - Liaison with key organisations to deliver TMO services
- **Both – Promote and develop community involvement & spirit**
 - Long term to get more people involved to share the work load
 - Provide continuity, enabling new committee members to join board
 - Create interest in the TMO on the estate getting the views & input of more residents
 - Remove any stigma, return the pride & improve the reputation of the estate & make it a better place to live
 - To work to implement TMO Delivery Plan
- **The Role of the Chair**
 - Controls TMO meetings and the conduct of board members at meetings
 - Encourages others at the meeting to get involved in the discussions
 - Organise order of business for meeting & any other business for agenda
 - Attends Chairs briefing with TMO Manager & summarises discussions at meetings
 - Has a casting vote in event of a tied vote
 - Represents the TMO
 - Has delegated authority to make emergency board decisions when requested by TMO Manager
 - The TMO Manager's line manager.

- **The Role of the Treasurer**

- Works to the TMO financial procedures
- Check and authorises payment of invoices
- Work with the TMO Manager to set budgets and monitor income and expenditure against budgets
- Report current finances to committee with information supplied by the TMO Manager
- Responsible for the maintenance of a record of all financial transactions
- Responsible for accounts of the TMO and the information required by Companies House
- Ensures company accounts are available for inspection
- Responsible for arranging for the signature of cheques and mandates

- **The Role TMO Company Secretary**

- Maintains current membership list
- Maintains list of current board members
- Organising distribution of information to members notices of meetings & AGM
- Correspondence
- Keep adequate supply of company stationary, membership application nomination forms, handbook and membership numbers
- Responsible for Company Seal and record of its use.
- Work with chair to organise meetings & agenda
- Keep official record of minute book
- Organising the nomination & elections if required
- Responsibility for official company records
- Make sure copies of Company Rules are available to members.
- Keep the members & board working within the TMO Rules.
- Make sure copies of members Handbooks are issued to members.

- **Role of the minutes Secretary**

- Take the minutes, produce and circulate them as required
- Organising distribution of any relevant information and reports
- Deal with TMO correspondence in & out
- Keep record of minutes of TMO meetings
- Receive apologies and keeps attendance list