



Standing Orders for Board, Sub Committee and Area Panel Meetings

The following Standing Orders apply to meetings of the East North East Homes Leeds Board, its Sub Committees and (in part) to the four Area Panels. The Orders should be read in conjunction with the ENEHL Articles of Association.

1. Annual General Meeting

- 1.1 An Annual General Meeting of East North East Homes Leeds Board will be held each year to receive audited accounts and the Directors statement and Annual Report. At least twenty one clear days notice shall be given of the Annual General Meeting.

2. First Board Meeting of the new cycle

- 2.1 At the first meeting following each Annual General Meeting of East North East Homes Leeds the Company Secretary shall:-

- a. Determine that the meeting is quorate
- b. Welcome any newly elected / appointed Directors
- c. Arrange the election of Chair and Deputy Chair for the coming year.

The Board will then

- d. Receive apologies
- e. Receive any declarations of interest from Directors
- f. Approve the minutes of the last meeting
- g. Receive any announcements from the Chair
- h. Decide which Sub Committees to establish for the coming year, their terms of reference, membership and to appoint chairs of Sub Committees
- i. Make appointments to Chair the four Area Panels and other appointments as appropriate to outside bodies which are reserved to the Board to agree
- j. Agree the annual programme of Board meetings
- k. Consider any business that has been set out in the agenda
- l. Board members will be also be able to raise items that are not elsewhere on the agenda, though it is the decision of the Chair as to the manner in which these matters will be dealt with.

3. Ordinary Meetings

- 3.1 Ordinary meetings of the Board will take place according to the timetable agreed at the first meeting following the AGM. Ordinary meetings will:

- a. Elect a person to preside if the Chair or the Deputy Chair is not present
- b. Receive apologies
- c. Receive any declarations of interest from members
- d. Approve the minutes of the last meeting
- e. Receive any announcements from the Chair
- f. Receive reports from the Chief Executive, other East North East Homes Leeds senior managers, the Board's Sub Committees or Area Panels and take questions and answers on these reports
- g. Consider notices of motion
- h. Consider any other business that has been included in the agenda
- i. Board members will be also be able to raise items that are not elsewhere on the agenda, though it is the decision of the Chair as to the manner in which these matters will be dealt with.

4. Extraordinary meetings

- 4.1 Those listed below may request the Company Secretary to call extraordinary Board meetings to conduct the business specified in the notice of the meeting:
 - a. The Chair
 - b. The Chief Executive
 - c. The City Council's representative
 - d. No fewer than five Board Directors if they have signed a request presented to the Chair and he/she has refused to call a meeting or has failed to call a meeting within seven days of the presentation of the request.

5. Open and Private meetings of the Board

- 5.1 Board meetings will be open to the public, but not to employees of ENEHL unless invited, subject to provisions later in these Orders and specifically the access to information rules set out in section 15
- 5.2 The agenda for meetings of the Board will be divided as follows:
 - a. The first part will consist of non-confidential minutes of previous meetings of Board, Sub Committees and Area Panels and matters that can be considered in open session with members of the public and press present
 - b. The second part will consist of matters arising from the minutes of confidential business and other matters to be considered in private session
 - c. The final part will be items for Board Directors information.

6. Time and Place of Meetings

- 6.1 The time and place of the annual cycle of meetings will be agreed by the Board, Sub Committee or Area Panel and the Company Secretary shall be notified and asked to call said meetings as required.

7. Notice of Meeting

- 7.1 At least five days before the Board, Sub Committee or Area Panel meeting the Company Secretary (or nominee) will send an agenda to every member of the Board/Committee/Panel. This will give the time and place of the meeting and specify the business to be conducted. The agenda will be accompanied by reports that are available at this time. Where unavoidable and with the agreement of the Chair, a supplemental agenda will be sent out three days before the meeting with late reports. Only in exceptional circumstances will reports be tabled and this will only be by permission of the Chair.

8. Chair of Meeting

- 8.1 Any person asked to preside at the meeting in the absence of the elected Chair or Deputy Chair may exercise any power or duty of the Chair. This also applies to Board, Sub Committees and Area Panels.

9. Quorum

- 9.1 The quorum of a full Board meeting will be six members, consisting of two tenant members, two independent members and two council members.
- 9.2 The quorum of an Area Panel meeting will be three members two of whom must be tenants.
- 9.3 The quorum for Sub Committees will be three board members representing two of the constituent groups.
- 9.4 If a quorum is not present in the first half an hour of the advertised starting time of the meeting then, subject to the agreement of the majority of members present, the meeting will be adjourned to the same day and time the following week, or an alternative time agreed by the members present. The Company Secretary (or nominee) shall ensure that all members are aware of the reconvened meeting time and place.
- 9.5 If at the reconvened meeting a quorum is not present within half an hour of the advertised meeting time, then the members present will constitute a quorum.
- 9.6 If during any meeting the Chair counts the number of members present and declares that the meeting does not have a quorum, then the meeting will be adjourned immediately and the remaining business either conducted at the next scheduled Board meeting or at a time and date fixed by the Chair.
- 9.7 Resolutions shall be made at meetings by a majority of votes with each member present being entitled to one vote. In the case of an equality of votes then the Chair shall have a second or casting vote.
- 9.8 If a question arises during a meeting as to the eligibility or right of a member to vote then the Chair shall take a decision and such decision shall be final and conclusive.

10. Duration of Meeting

- 10.1 Meetings should aim to be for a maximum of two hours. Board members would need to agree that a meeting can run for longer than two hours. Board members and officers should contribute to the achievement of this two hour objective. If the meeting runs over and it is agreed to adjourn, then remaining business will be dealt with at the next scheduled Board meeting or at a time and date set by the Chair.

11. Items on the Agenda

11.1 Items from Officers

Items on the agenda will provide:

- a. The name of the officer who will speak to the report at the meeting
- b. The name and phone number of an officer who can be contacted for further information

All items will be included on the agenda with the agreement of the Chair

11.2 Items from the Chair

The Chair may place any item that s/he wishes on the agenda. The Chief Executive (or nominee) will comply with such requests.

11.3 Items from Board, Sub Committee or Panel Members

Members may place items on the agenda with the assent of the Chair. There will also be the opportunity at each meeting for Members to raise issues that aren't dealt with elsewhere on the agenda. It is up to the Chair to decide how these matters will be dealt with.

12. Questions to Board by Members of the Public

- 12.1 Members of the public may ask questions of individual Board members or of the Board as a whole at ordinary meetings of the Board. Questions to the Board as a whole will be dealt with by the Chair.
- 12.2 The maximum period of time for dealing with questions from the public at any Board meeting shall be ten minutes.
- 12.3 Questions can only be asked if they have been notified to the Chief Executive or Company Secretary, in writing, no later than 48 hours before the start of the meeting. Questions should include the name and address of the questioner.
- 12.4 A maximum of two questions may be submitted by one individual at any one meeting.
- 12.5 The Chair has authority to reject **any** question particularly if it:

- a. Is not a matter which is the responsibility of East North East Homes Leeds
 - b. Is defamatory, frivolous or offensive
 - c. Is substantially the same as a question that has been asked at a Board meeting in the past 6 months
 - d. Requires the disclosure of confidential or personal information
- 12.6 Copies of all questions to be posed at the meeting will be circulated to the Board and members of the public attending the board meeting. People who pose rejected questions will be told why they were rejected.
- 12.7 If the questioner is present, the Chair **may** invite them to pose the question. If they are not present the Company Secretary may ask the question on the questioner's behalf. The Chair will indicate whether a written reply will be provided or if the question will not be dealt with.
- 12.8 A questioner who has put a question in person has the right to ask one supplementary question, without notice. This must arise directly from the original question or reply. The Chair may reject a supplementary question on any grounds.
- 12.9 Questions not dealt with in the time allocated at Board meetings will be answered in writing.
- 12.10 Any member of the Board can move that a matter raised by a question should be referred to a Committee or the Chief Executive. Once seconded, such a motion will be voted on without further discussion.
- 12.11 Other than for when asked to pose a question previously notified to Board, members of the public are expected to remain silent for the duration of open business and will leave immediately when requested to do so.
- 12.12 Sub Committees and Area Panels may receive questions subject to approval by the appropriate Chair.

13. Minutes

- 13.1 For Board, Area Panel and Sub Committee meetings the appropriate Chair will sign the agreed minutes of the proceedings at the next meeting. The Chair will move that the minutes of the previous meeting be signed as a correct record.
- 13.2 Minutes will contain a summary of items discussed and all decisions or resolutions made.

14. Disturbance

- 14.1 If a member of the public interrupts proceedings, the Chair will caution that person and ask that they refrain from further interruption. If s/he continues to interrupt, the Chair will order his/her removal from the room.
- 14.2 The Chair may decide to exclude members of the public from any meeting where it is felt that their attendance would be prejudicial to good conduct of business and the meeting.

15. Declaration of Interests

- 15.1 When at a meeting of the Board, Area Panel or a Sub Committee a member has declared a pecuniary interest or a non-pecuniary interest that prevents them from voting and speaking, that member will leave the meeting room during the discussion and voting on the item of business except by agreement of the meeting.

16. Access to Information

- 16.1 These rules apply to all Board, Area Panels and Sub Committee meetings of East North East Homes Leeds.
- a. Members of the public may attend all general meetings and meetings of the Board, Area Panels and Sub Committees subject only to the exceptions in these Standing Orders
 - b. East North East Homes Leeds will make copies of the Board and Area Panel agendas and reports open to the public available both on the internet and for inspection at its Headquarters at least three clear days before the meeting. Agendas and papers for Sub Committee meetings will be available on request from the lead officer of the Sub Committee at least three clear days before the meeting
 - c. Reports to the Board and Area Panels will list background papers relating to the subject matter of the report. These background papers will be available for public inspection at the ENEHL headquarters.

17. Exclusion of Access to Meetings - Confidential information

- 17.1 Members of the public shall be excluded from meetings whenever it is likely in view of the nature of the business to be transacted or the nature of the proceedings that confidential information would be disclosed.
- 17.2 Confidential information means:
- a. Information given to ENEHL by another body on terms that forbid its public disclosure, or information that cannot be publicly disclosed by Court Order.
 - b. Information relating to a particular employee, former employee or applicant to become an employee of ENEHL, or a particular office-holder or former office holder or applicant to become an office holder of ENEHL.
 - c. Information relating to any particular occupier, or former occupier of, or applicant for, accommodation managed by ENEHL, or recipient of services provided by ENEHL.
 - d. Information relating to the financial or business affairs of any particular person or organisation (other than ENEHL)

- e. The amount of any expenditure proposed to be incurred by ENEHL under any particular contract for the acquisition of property, the supply of goods or services or the terms or proposed terms of any such contracts
- f. The identity of ENEHL as the organisation offering any particular tender for a contract for the supply of goods or services
- g. Information relating to any consultations or negotiations or other discussions in connection with industrial relations.
- h. Any instructions to counsel and any opinion of counsel (whether or not in connection with any proceedings) and any advice received
- i. Information obtained or action to be taken in connection with
 - I. Any legal proceedings by or against ENEHL
 - II. The determination of any matter affecting ENEHL
- j. Any action taken or to be taken in preventing, investigating or prosecuting crime
- k. The identity of a protected informant

17.3 Reports dealing with any of the issues listed above and therefore to be discussed in “closed” session of the Board will also be confidential and not for publication.

18. Work Programmes

18.1 The Chief Executive will produce a work programme outlining the future priorities of the Board and when these matters will be brought to the Board for consideration. Lead Officers will do the same for Area Panels and Sub Committees.

19. Board Diary

19.1 The Company Secretary will maintain a diary of all meetings involving Board Directors throughout the year. Officers wishing to arrange a meeting involving Board Directors will need to refer the proposed date to the Company Secretary to avoid a clash of dates or overload of Board Directors.

20. Board Reports

20.1 Reports to the Board will

- a. Follow the agreed standard template format
- b. Provide an Executive Summary
- c. Identify items for information or decision
- d. Be succinct and to the point
- e. Identify the officer who will speak to the report at the meeting
- f. Identify a contact officer for further information
- g. Be put on the agenda with the approval of the Chair and/or Deputy Chair
- h. Not be tabled at meetings unless there are exceptional circumstances and tabling is agreed by the Chair

21. Non Attendance

- 21.1 Members who are unable to attend a meeting are expected to notify the Chief Executive, Chair or nominee as soon as they are aware that they will not be able to attend the meeting. Members who are unable to attend are encouraged to contact the Chief Executive to make their views known on particular reports and ask that these are communicated to the meeting.
- 21.2 Board members must seek permission for any extended absence from Board meetings and risk removal from the Board if they are absent from 3 consecutive Board meetings or 50 percent of Board meetings in a 12 month period. The ENEHL Articles of Association set out the procedure to be followed for removal of members.
- 21.3 If a Board member is absent from two consecutive meetings or three in a nine month period, this absence will be discussed by the Chair and the Board Director concerned, other than if the Board had given approval to the absence.

22. Conduct of Business

- 22.1 At the start of the meeting the Chair will invite any visitors to identify themselves to the meeting. Board Directors and Officers of ENEHL will be expected to wear their name badges. In addition, Board Directors and ENEHL Management Team will be identified by name plates on the table.
- 22.2 The Chair will then ask if there are “any late items to be added to the agenda” and will decide whether or not they can be considered within the time available. Members should refrain from raising issues of substance in this way.
- 22.3 The meeting should follow the agenda and discussions will focus on the issues raised in the reports.
- 22.4 The Chief Executive and senior managers, Minute Taker and Members will sit at the meeting table. Other staff and members of the public may also sit at the meeting table, space permitting. Lead officers presenting reports will be expected to join members at the table and answer any questions relating to the report under consideration. Officers, with the Chair’s permission, may withdraw from the meeting once their business at the meeting has been concluded.
- 22.5 The role of officers at meetings is to support the Members and assist in the decision-making process. Such contributions are at the invitation of the Chair.
- 22.6 In some circumstances it is also possible that contributions from members of the public could assist in the decision-making process. These contributions must always be relevant, concise and provide members with specific information that will assist in reaching an informed decision. Such contributions can only be made with the permission of the Chair.

- 22.7 Only one person shall speak at a time, the Chair indicating the order in which people can contribute. The Chair's ruling on who may speak and on other "points of order" is final.
- 22.8 The Chair will summarise the decisions of the members at the end of each item.
- 22.9 Board Directors and Panel Members shall abide by their agreed Code of Conduct, including respecting the views of others. However, the Chair can request a Director/Member to be silent if s/he is behaving in a manner that is not contributing to effective decision-making.
- 22.10 Board Directors and Panel Members should avoid raising issues concerning named individuals.
- 22.11 Where a matter is put to a vote it shall be decided by a majority of votes. Each member present shall have one vote, however in the event of a tied vote, the Chair will have a second and casting vote.
- 22.12 Where a member is proposing to raise a major issue or an issue of sensitivity the member should notify the Chair in advance of the meeting.
- 22.13 The Chairs of Sub Committees and Panels, where present, will be expected to advise Board meetings, as appropriate, on issues that have been considered in their Committees/Panels.

23. Declaration of Interests

- 23.1 All Board Directors have a duty to act in the best interests of ENEHL when they make decisions at Board meetings.
- 23.2 Board Directors and Panel Members must not put themselves in a position where there is a conflict between their personal interests and any duty they owe to ENEHL.
- 23.3 Board Directors are expected to abide by the Board Directors Code of Conduct including the declaration of interests. If a Board member does declare an interest this will be recorded in the minutes of the meeting.
- 23.4 If in doubt, Board Directors are expected to declare the interest and not vote on the matter.

24. Standing Order Review

- 24.1 These Standing Orders shall be reviewed on an annual basis to ensure their appropriateness and relevance.