



TERMS OF REFERENCE FOR REPRESENTATIVE BODY

In carrying out their functions, Representatives on the Representative Body have a duty to act at all times in the best interests of the Society in delivering its purpose and objects.

A. The Representative Body Pledge

The Representative Body will make sure that:

- a) we uphold our values in representing our members' interest and fulfilling our role in governing RBH
- b) our tenants and employees work together as members to get the best services within available resources
- c) we use a variety of ways to find out your views and inform you how they are being used to make a difference
- d) we are honest, open and accountable to you, the members

B. Membership and Quorum

- The Representative Body comprises 15 elected Tenant Representatives, 8 elected Employee Representatives, 1 Tenant Management Organisation Representatives and four nominations from Rochdale Council
- The quorum for a Representative Body meeting is 16 Representatives or one half of the Representative Body, whichever is the lower figure.
- The Representative Body has the power to appoint up to three Appointed Representatives from external organisations. In addition, the Representative Body may co-opt not more than three additional persons to be (full voting) Co-opted Representatives.
- The Representative Body will decide from time to time which external organisations will (or will no longer) be entitled to appoint External Representatives.

C. Responsibilities

The Representative Body represents Members and wider interest of the community in the governance of the Society's affairs.

The Representative Body has certain specific functions as follows:

- a) To appoint and remove the Chair of the Board of Directors, and the other Non-executive Directors;
- b) To approve an appointment (by the Non-executive Directors) of the Chief Executive;
- c) To decide the remuneration (if any) and other terms and conditions of office of the Non-executive Directors;
- d) To work with and support the Board of Directors in developing the Society's business plan;
- e) To approve the Society's corporate strategy and policy framework;
- f) To monitor the performance of the Society and the Board of Directors against the corporate strategy;
- g) To establish, maintain and monitor progress of the Membership Strategy;
- h) To receive the annual report and accounts;
- i) To appoint the auditor;
- j) To engage with the Tenants Scrutiny Commission, the Leaseholders Forum and the Young People's Forum;
- k) To provide advice, support and guidance to the Board of Directors when requested to do so;
- l) To work with the Board of Directors to secure the good governance of the Society for the benefit of the community and
- m) To undertake such other tasks as the Board may request.

For the avoidance of doubt, the Representative Body will not become involved in:

- Day to day operational matters of the Society, including complaints and tenancy issues
- Employment matters, which are more properly dealt with through normal line management procedures, grievance and disciplinary procedures or by Trade Unions or the HR and Governance Committee

D. Additional Responsibilities

- a) To make recommendations to the Board on the above matters as the Representative Body sees fit.
- b) At the Annual Members Meeting deliver to members one report on its activities for the last year and one report on the Membership Strategy
- c) To regularly update the Board on key issues discussed at its meetings.
- d) To immediately report to the Board any arising issues it feels will seriously impact on any of the Board's responsibilities.
- e) To ensure that the Representative Body strives to ensure equality of representation and access, and that every report that comes to the Representative Body for approval includes a stage one Equality Impact Assessment and where appropriate, a stage two.
- f) Regularly appraise its own effectiveness including reviewing the composition of the Representative Body and recommend to the Board any changes.
- g) Approve the appointment of the Secretary by the Board.

E. Frequency of Meetings

The Representative Body will meet as often as is required, subject to a minimum of four meeting each year, from one Annual Members Meeting to the next. In addition, the Representative Body will meet with the Board on a formal basis at least twice in each year. The Chair of the Representative Body will also meet formally with the Chair of the Board, the Chief Executive and the Governance Manager at least twice each year.

F. Chair

The Representative Body will appoint from amongst their number a Chair and Vice-Chair. If there is no appropriate candidate to be chair, the Representative Body may appoint a person from outside the Representative Body as chair, providing that person is a Member of the Society and is not a Director.

G. Skills and Experience Requirements of Representatives

RBH recognises the unique contribution of all members to the organisation therefore, no core skills are required to be a Representative, the commitment to the values and principles of RBH will ensure the good governance of the society for the people we employ and the borough of Rochdale.

H. Other Representative Body groups

The Representative Body may establish committees, sub-committees or working groups comprising Representatives, Directors and any other persons to assist the Representative Body in carrying out its functions, but it may not delegate any functions as set out in the rules. The Representative Body may, through the Secretary, request that advisors assist it or any committee, sub-committee or working group it appoints.