Standing Orders of Yorkhill Housing Association Ltd.

These Standing Orders set out details of the governance structures, procedures and delegations of and within Yorkhill Housing Association.

The following appendices provide details of roles, remits and delegated authorities:

1. The role of Governing Body Members
2. Role of Chairperson
3. Role of Vice Chair
4. Role of Secretary
5. Management Committee Remit and Authority
6. Remit and Delegated Authority of Chief Executive
7. Remit and Delegated Authority of Governance and Finance Sub-Committee

2. All statements of policy approved by the Management Committee shall be complied with unless they conflict with:
    - The Association's Rules
    - The Association's Code of Conduct or Standing Orders
    - Legal or Regulatory obligations

3. Any or any part of these Standing Orders may be suspended by a General Meeting of the Management Committee.

4. In the event of an emergency or unforeseen circumstance that poses a significant risk to the Association's operations, assets, tenants, or regulatory compliance, and where urgent action is required, the Management Committee may exercise collective authority to:

    - Convene an emergency meeting with shortened notice periods if necessary.
    - Delegate temporary decision-making powers to senior staff, office-bearers or other members as appropriate.
    - Authorise actions outside the normal scope of delegated authority, provided such actions are:
        - Necessary to mitigate risk or ensure continuity of service.
        - Reported in full to the next scheduled Management Committee meeting.
        - Recorded in writing with justification and outcomes.
    - Suspend or modify specific Standing Orders temporarily, where required, subject to retrospective approval by the full Committee.

    This clause shall not override legal or regulatory obligations and shall be used only when standard governance procedures cannot reasonably be followed.

Interpretation of Standing Orders

5. The ruling of the Chair of any meeting on the meaning, effect or application of these Standing Orders shall be final.

Amendment and Revocation of Standing Orders

6. The Management Committee may alter, rescind or add to any part of these Standing Orders by decision of a majority of the Management Committee members present and voting at a Management Committee Meeting but only where written notice of a proposed alteration, rescission or addition has been given in advance of a Management Committee Meeting.

7. The Chair, in conjunction with the Chief Executive, shall regularly consider the need for and recommend to the Management Committee amendments to these Standing Orders.

Matters Reserved to the Management Committee

8. The strategic role of the Management Committee is to determine and monitor the direction and objectives of the Association.

9. Having regard to its strategic role, its duty to hold the Association's senior staff to account and to ensure that proper and effective controls and systems for running the Association are in place and are implemented, the following are reserved to the Management Committee:

- appointment of the Chair, Vice-Chair and Secretary and any other office bearer as considered to be required by the Management Committee.
- appointment of the Chief Executive and co-option of Committee Members.
- approval of the Business Plan, Budget, Financial and Strategic Plans and any subsequent variations and amendments.
- all matters requiring determination by the Management Committee in terms of the Business Plan, Budget, or other items expressly reserved for the approval of the Management Committee in terms of these Standing Orders.
- overriding responsibility for compliance by the Association with all legal and regulatory requirements.
- material extension or restriction of the scope of the Association's activities.
- the determination of the policy of the Association.
- payments or benefits in accordance with the Association's Entitlements, Payments and Benefits Policy.
- matters of doubt or difficulty which involve, or appear likely to involve, major

changes in - or departure from - the policy of the Association.

- any matter referred to it by a General Meeting.
- reference of a matter to a General Meeting.
- the establishment/dissolution of Committees and referral and delegation of business to them.
- amendment of these Standing Orders, including all appendices.
- any borrowing by the Association.
- any granting of security by the Association.
- monitoring outcomes against Budgets, Plans and Objectives.
