

PART IX

Protocol on Member/Officer Relations

1. Principles

- 1.1 The roles of Boardmembers and officers remain distinct. Board members are not employees and serve only as long as their term of office lasts. Officers are employees who serve the interests of Derby Homes, Board members, tenants, leaseholders and other residents of council housing estates, and are responsible to the Director and other managers for their day to day performance.
- 1.2 Mutual respect between Board members and officers is essential for good management of the organisation. The different accountabilities between the two need to be understood and respected.
- 1.3 The Board believes that out of this mutual respect a healthy atmosphere will prevail where all members feel free to question and challenge officers and where officers feel free to manage and to offer full and frank advice to members.

2. Roles of Members

- 2.1 The members of the Board will have the following leadership roles
 - leading the business planning process and the search for best value
 - leading the preparation of Derby Homes' policies and budget
 - taking decisions to deliver the budget and policies
 - being the partnership forming focus of Derby Homes.

3. Roles of Officers

- 3.1 Officers are responsible for
 - taking day-to-day managerial and operational decisions
 - advising and supporting all members in their above roles
- 3.2 Senior officers, particularly the Director, the Business Development Manager and Company Secretary, the Finance Manager, have additional roles in arbitration to ensure that Derby Homes' business is conducted fairly and with propriety if needs be.
- 3.3 Officers are employed by, and accountable to Derby Homes as a whole.

4. Relationship between officers and the Chair and Vice Chairs of the Board

- 4.1 Even though officers serve Derby Homes, it is inevitable that officers, and senior officers in particular, will have a closer working relationship with members of the Board. Officers therefore can have a difficult job in balancing the sometimes conflicting demands of delivering professional judgement and advice, satisfying the need of all Board members and retaining the confidence of the Chair or Vice Chairs.
- 4.2 There is a potential for tension between officers and Board members. This can be avoided by all involved recognising the particular roles set out in parts 2 and 3 of this Protocol for both members and officers.

5. Officers' Relationship with Councillor and Tenant Board Members

- 5.1 In their capacity as representatives, councillor and tenant members of the Board will naturally be keen to bring about improvements and the resolution of problems which relate to their own areas. Derby Homes officers have to do what they reasonably can to support the representative role of all City Council councillors and tenant representatives.
- 5.2 Councillor and tenant Board members have to remember that officers have to look after the needs of Derby Homes as a whole, and in doing so, they have to apply the appropriate policies and procedures laid down by the organisation.

6. Access to Documents

- 6.1 In addition to the rights that everybody has under access to information provisions, Board members also have a right to inspect documents held within Derby Homes, where this is reasonably necessary for the performance of their duties.
- 6.2 In cases of dispute the Company Secretary will determine the eligibility of members to access documents.
- 6.3 Members and officers inevitably come into possession of information which has been identified, or would be identified, as exempt or confidential information for the purposes of the access to information provisions. This information should not be disclosed to the media or to the general public by members of the Board or officers.

7. Co-opted Persons

- 7.1 The Board may invite non-members to sit on various bodies that it establishes either as observers or shadow members.
- 7.2 Co-opted persons need to be made aware of the contents of this Protocol and that its principles apply to them.

8. Press Releases

- 8.1 Press releases are issued by the Communications and Marketing Officer on behalf of Derby Homes.
- 8.2 Press releases are not issued by Derby Homes on behalf of political groups. They can however contain the comments of members of the Board and the Chair and Vice Chairs where they are speaking in connection with the roles given to them by Derby Homes. Officers comments can be included on professional and technical issues.
- 8.3 Copies of all press releases issued will be sent to all members of the Board and to all officers of Derby Homes.

9. Correspondence between Members and Officers

- 9.1 Correspondence between Board members and officers should normally be kept on a confidential basis. This will underpin the arbitration role of officers.
- 9.2 However, if it is considered necessary by the officer, having received the advice of the Company Secretary, to disclose the contents of the communication to other members of the Board, then the member concerned will be informed in advance that this will happen and the reasons for doing so.

PART V

Delegation of Responsibilities

Introduction to Derby Homes and City Council vision

Derby Homes will work with City Council departments and other agencies to achieve the Council's vision which is to make Derby a city where people are proud to live and work.

Derby Homes believes in

- Being open and honest
- Holding high standards
- Listening and consulting
- Seeking sustainable solutions
- Promoting equality of opportunity
- Celebrating cultural diversity
- Working in partnership
- Valuing our employees and the services they provide
- Providing best value services

The purpose of these delegated responsibilities is to:

- a. enable the Board to provide clear leadership to the organisation and to ensure it works in partnership with tenants, businesses and other organisations;
- b. support the active involvement of tenants in the process of local authority decision-making;
- c. help board members carry out their role more effectively;
- d. enable decisions to be taken efficiently and effectively;
- e. create a powerful and effective means of holding decision-makers to public account;
- f. ensure that no one will review a decision in which they were directly involved;
- g. ensure that those responsible for decision making are clearly identifiable to local people and that they explain the reasons for decisions; and
- h. provide a means of improving the delivery of services to the community.

Interpretation and Review of the Constitution

Where these rules permit the Board to choose between different courses of action, the Board will always choose that option which it thinks is closest to the Derby Homes' beliefs listed in the introduction.

1. SCHEME OF DELEGATIONS

Introduction

The following scheme gives details of the governance arrangements and the allocation of responsibilities within Derby Homes. It includes details of any delegations from the Board to its Committees and Officers.

Within this scheme decisions of Derby Homes are divided into:

- A** Matters that are reserved to the Board
- B** Responsibilities of the Chair and Vice Chairs
- C** Matters that are delegated to Officers.

2. PART A MATTERS RESERVED TO THE BOARD

2.1 The Board reserves to itself the following powers:

- a. adopting and changing the governance arrangements
- b. approving and adopting strategies, policies, business plans and forward plans and the budget.
- c. approving the statement of accounts, income and expenditure and balance sheets
- d. appointing the Chair and Vice Chairs of the Board
- e. agreeing and/or amending terms of reference for Committees, deciding on their composition and making appointments to them including the appointments of Chairs and Vice Chairs
- f. approving procedures for the conduct of elections for tenant board members
- g. approving the Derby Homes Delivery Plan
- h. approving proposals to provide services on behalf of other organisations
- i. recommending persons for appointment as independent board members
- j. making recommendations to general meetings of the company
- k. appointing external auditors
- l. approving membership of, and appointing representatives to, outside bodies unless the function has been delegated to an officer
- m. confirming the appointment of the Director
- n. making arrangements for the discharge of any of Derby Homes' functions by another organisation
- o. considering recommendations from the Council and /or Director regarding action following receipt of reports of external auditors, external inspectorate and the Local Ombudsman

- p. agreeing changes to policies, strategies and procedures that are a major decision
- q. making decisions about any functions that by law are the responsibility of Derby Homes and have not been delegated to a Committee or Officer
- r. approving the Derby Homes Operating Budget
- s. agreeing the Public Sector Housing Capital Programme delegated to Derby Homes
- t. making recommendations to Council on the Housing Revenue Account
- u. making recommendations to the Council on its Housing Strategy, Capital Strategy, Allocations Policy, Lettings Policy, Community Safety Strategy and other matters within the Council's Policy Framework
- v. monitoring implementation of the Derby Homes budget and policy decisions
- w. making major decisions about implementation of any of the Derby Homes' functions
- x. undertaking activities relating to virement and other issues specified under Financial Procedure Rules
- y. making recommendations to Council on intended action following the receipt of reports from the external auditor, external inspectorates and the local Ombudsman.
- z. forming partnerships, monitoring performance indicators, general service performance and financial management
- aa. responding to consultation papers from Government, Council or other bodies
- bb. agreeing personnel policies, other than minor or technical changes to existing policies which do not affect the underlying principles of the policies
- cc. changes to staffing levels or organisational structures that have a cost of £100,000 a year or more or where there is no budget provision unless the change is incidental to a key decision taken by the Board.

2.2 Major decisions

Major decisions referred to in 2.1w are

- a. any decision in relation to a Derby Homes function which results in the incurring of expenditure which is, or the making of savings which are, significant, having regard to the Derby Homes' budget for the service or function to which the decision relates'

OR

- b. any decision that is likely to have a significant impact on two or more electoral wards within the Council

OR

- c. any change in a policy of the Board.

The threshold for 'significant' expenditure/savings is £100,000.

The definitions are qualified by the following...

1. Decisions that are a direct consequence of implementing a major decision will not, in themselves, be 'major'
2. Decisions to bid for sums over £100,000 are not included, provided that expenditure is within the agreed budget and policies of the company
3. 'Significant impact on two or more wards' means any decision which is likely to have a significant positive or negative impact in environmental, physical, social or economic terms on people living or working in communities in two or more wards
4. Any decision involving the making of a grant or loan to any organisation or individual, unless in accordance with a policy already approved.

2.3 Matters that are Delegated to Committees or Panels

2.3.1 Appointments Panel

To make recommendations to the Board about the appointment of the Director or Assistant Directors.

2.3.2 Employee Appeals Committee

Will deal with:

- 1) regrading appeals by all employees of Derby Homes
- 2) appeals arising from action under ill health, improving employee performance taken against all employees of Derby Homes other than the Director
- 3) appeals from employees against dismissal and final written warning
- 4) the final stages of the grievance and harassment procedures
- 5) other staffing appeals in accordance with relevant procedures.

2.3.3 Disciplinary Committee

Will deal with appeals arising from action taken against the Director under the company's employment policies and relevant national agreements.

3. PART B RESPONSIBILITIES OF THE CHAIR AND VICE CHAIRS

3.1 Chair's responsibilities

- To ensure the efficient and proper conduct of the board's business.
- To ensure that all members are given the opportunity to express their views before any important decision is taken but at the same time to ensure that only those who are eligible to speak (e.g. those without a conflict of interest) are invited to do so.
- On a resolution where there is an equality of votes, the Chair shall have a second or casting vote and shall use it to vote against any resolution, which proposes to alter the existing situation **unless** this would be detrimental to the best interests of Derby Homes.
- To establish a constructive working relationship with the Director and Senior Management Team and attend meetings with the Director and Section Managers Team on a regular basis.
- To chair the Derby Homes Joint Consultative Committee.
- To ensure that the Board delegates sufficient authority to any committees and officers it may establish to enable the business of Derby Homes to be carried on effectively between meetings of the Board and also to ensure that the Board monitors the use of these delegated powers.
- To invite members of staff to comment as appropriate and ensure that the Board receives professional advice when it is needed.
- To ensure that the Board complies with Derby Homes Governance Arrangements.
- To represent Derby Homes at public occasions, on to outside bodies.
- To make comments on behalf of Derby Homes to the press and other media.
- To take decisions (if any) delegated to the Chair with the advice of the Director.
- To ensure when a vacancy arises that the Director is replaced in a timely and orderly fashion.
- To agree with the Director the agenda for all the board's meetings.
- To determine at Board meeting's whether any late items will be accepted onto the agenda.
- Where new members or observes are present or in attendance to

invite members and staff to introduce themselves.

- To satisfy him/herself that the minutes of the board's meetings are an accurate and complete record and if so satisfied, to sign the same.
- To satisfy him/herself that every meeting of the board has been properly convened by notice and properly constituted by the attendance of a quorum.
- Attendance at City Housing Consultation Group and at other consultation meetings with tenants, leaseholders and residents.
- To guide the meeting through the items on the agenda in the order they appear (unless modified with the agreement of the meeting).
- To give immediate rulings on complaints or queries relating to the procedure and conduct of the meeting, the Chair's ruling being final.
- At the end of each item on the agenda, to ascertain the 'sense of the meeting' and sum up the general agreement of the members on a particular conclusion.
- To ensure that questions from members of the public are dealt with in the manner provided in the Governance Arrangements.
- To adjourn any meeting of the board or committee for the purposes of restoring order or where required to do so by a majority of members.
- To take action on disciplinary and other personal matters concerning the Director in accordance with Derby Homes personnel procedures and in consultation with the Chief Executive of the City Council.

3.2 Vice Chairs' responsibilities

- To assist and support the Chair in fulfilling their duties and responsibilities.
- To deputise for the Chair in their absence.
- To attend meetings of the City Housing Consultation Group.
- To assume responsibility for a particular area of responsibility or interest as may be agreed by the Board, such as chairing a committee.
- To meet with the Chair, Director and Senior Management Team in between Board meetings.
- To undertake such other duties as may be delegated to them by the Board.

4. PART C MATTERS THAT ARE DELEGATED TO OFFICERS

4.1 General

This scheme delegates to the Director and other Officers the powers and duties necessary for the discharge of Derby Homes functions subject to the specific conditions stated in 4.2 and 4.3 below. It is adopted with the

aim of streamlining and simplifying the decision-making processes of Derby Homes and accordingly the scheme should be interpreted widely rather than narrowly. Where functions are delegated these should be taken to include all powers and duties necessary to carry out those functions delegated by the City Council to the Company.

4.2 Conditions

- 4.2.1 The scheme does not delegate to the Director or other Officers any major decisions. Major decisions are defined in 2.2.
- 4.2.2 All powers and duties that the Director or other Officer is authorised to exercise or perform must be exercised or performed on behalf of and in the name of Derby Homes and in accordance with the Governance Arrangements and, in the case of a Senior Manager or other Officer, any direction and/or advice of the Director.
- 4.2.3 Where any matter involves professional or technical considerations not within the sphere of the competence of the Director or other Officer they must consult the appropriate professional or technical Officer of Derby Homes and/or the Council before authorising action.
- 4.2.4 In exercising delegated powers the Director or other Officer should only act within the approved policies and budgets.
- 4.2.5 The Chair of the Board must be consulted about draft responses to consultation papers issued by Government departments or national or regional bodies.
- 4.2.6 Consultants may only be appointed in accordance with Contract Procedure Rules and subject to the approval of the Director.
- 4.2.7 Any reference to the Director or other Officer includes any other person authorised in writing by that Officer to act on their behalf.
- 4.2.8 In addition to the general powers conferred upon them as Director, these Officers will be authorised to exercise all the powers and duties specifically conferred on subordinate Officers in their department. All powers and duties conferred upon subordinate Officers will be exercised in accordance with any direction issued by the Director.
- 4.2.9 Reference to any statutory provision includes any statutory provision amending, consolidating, or replacing it for the time being in force.

4.3 Staffing Conditions

4.3.1 The Director will be responsible for appointing, managing, disciplining and dismissing all employees within Derby Homes subject to complying with:

- employment policies and conditions of service.
- any appropriate schemes or arrangements laid down by Derby Homes or the Board
- any directions that may be issued from time to time by the Director

4.3.2 The following matters must be dealt with by the Board:

- agreeing personnel policies, other than minor or technical changes to existing policies which do not affect the underlying principles of the policies
- changes to staffing levels or organisational structures that have a cost of £100,000 a year or more or where there is no budget provision unless the change is incidental to a key decision taken by the Board.

4.3.3 The following matters must be dealt with in consultation with the Derby Homes Personnel Officer, who will take advice from the City Council's Chief Personnel Officer:

- authorising payments of honoraria that exceed £2,000 in the case of any one employee or in circumstances that are not covered by the policy guidelines
- reviewing and authorising changes to departmental structures and establishments where there is a cost of less than £100,000 in a financial year and there is budget provision
- authorising overtime payments for employees graded SO1 and above
- determining applications from employees for their post to be regraded
- in consultation with the Director of Finance authorising payments for employees in the case of early retirement, voluntary redundancy and redeployment
- authorising the creation of additional temporary posts for more than 6 months, where budget provision exists
- authorising requests for leave which are either not covered by a policy or which exceed the limits in the relevant policy
- paying compensation to employees for pain and suffering incurred by them as a result of assault and/or harassment and/or attacks by animals whilst undertaking their duties and responsibilities
- granting extensions of sickness pay to employees
- authorising the payment of injury allowances.

4.4 The Director in conjunction with the Business Development Manager, Housing Equalities Adviser, Personnel Officer and Health and Safety Coordinator is responsible for

- taking action to secure the safety and welfare of employees and to take immediate action where in his/her opinion there is danger to life and limb
- developing, reviewing and monitoring personnel policy and standards
- establishing and maintaining effective consultation and negotiation arrangements with recognised trade unions
- developing, reviewing and monitoring employment policy in relation to equality of opportunity
- in conjunction with the Director of Finance, reviewing annually the amounts of compensation provided for in the Council's employment policies to make sure they remain at appropriate levels and in line with inflation
- approving the implementation of grades resulting from the job evaluation process.
- approving changes to terms and conditions of employment where there is a cost of less than £100,000 in a financial year.

5. OFFICERS AREAS OF RESPONSIBILITY

5.1 Director of Derby Homes

The Director will have responsibility for all management, operational and non major decisions about the following functions and areas of responsibility. The Board has delegated to the Business Development Manager the responsibility of assuming the powers and duties of the Director in his/her absence.

5.2 Areas of Responsibility

Core Work Areas

- 1 Provide effective leadership across the organisation demonstrating sound management style to ensure that the agreed management framework is consistently implemented and to provide advice, support and guidance to managers and others.
- 2 Manage, motivate, develop and communicate effectively with managers who report direct.
- 3 Approve and join up business plans for the services provided making sure that they are clearly aligned to and contribute to the achievement of Derby Homes' vision and strategy.

- 4 Establish an achievement orientated and responsive performance culture by:
 - determining key management performance indicators and supplying appropriate, agreed information to the Board for monitoring
 - monitoring and challenging performances
 - reality checking
 - celebrating successes
 - seeking feedback from service users and the community.
- 5 Contribute to the development of appropriate policy and strategy for Derby Homes and when approved, be accountable for consistent and effective communications, implementation and monitoring of policy in all areas of the organisation.
- 6 Support Board members by:
 - providing advice
 - ensuring effective implementation of decisions
 - taking delegated decision within the policy, budgetary and legal framework
 - supervising the preparation of documents for consideration by the Board
 - ensuring the provision of induction and training programmes for Board members.
- 7 Contribute directly and effectively to community working including providing support and information to Panels, Committees and other forum linked to the work of Derby Homes.
- 8 Maximise opportunities and benefits arising from:
 - partnership and multi agency working
 - additional funding from available and appropriate sources.
- 9 Manage and monitor financial resources in line with financial and audit requirements.
- 10 Maintain an efficient and prompt investigation of complaints in line with policy and procedures.
- 11 Encourage new ideas and innovation designed to improve the standards of services.

- 12 Co-ordinate activities with the City Council, implementing policies, programmes and initiatives as agreed between the Council and Derby Homes.
 - 13 Consult with trade unions seeking to gain their active support and participation in making Derby Homes successful.
 - 14 Ensure equality of access and opportunity in service provision and personnel practices.
 - 15 Represent Derby Homes at external meetings.
- 5.3 The Director of Derby Homes will have responsibility for all management, operational and non major decisions about the following functions and areas of responsibility:

A Statutory Executive Functions

- 1) The functions of the Council as a local authority landlord as delegated to Derby Homes under the Services Agreement, in particular;
 - provision and management of housing by the Council
 - public sector housing regeneration and maintenance.

B Areas of Responsibility

- 1) Provision, management and maintenance of caravan sites
- 2) Management of anti social behaviour to or by Council tenants.

C Acting as Authorised/Proper Officer for the following matters

The Director of Derby Homes is appointed authorised/proper Officer for all purposes concerned with the local authority landlord function under the Housing Act 1985 and after consulting the Director of Corporate Services about:

notices seeking possession under s83 Housing Act 1985, other than cases based on Ground 16 Schedule 2 of the Act, and notices to quit for other tenancies and licences of Council dwellings, garages, garage sites and other land and premises.

institution of possession proceedings for such properties and sites.

eviction proceedings in such cases including those based solely on breach of tenancy conditions other than non-payment of rent.

institution of possession proceedings against any persons in unlawful occupation of Council dwellings except where a member of the family has been left in occupation upon the death of a tenant.

institution of possession proceedings in respect of garages, garage sites and other land and premises under the Council's control and any subsequent proceedings for eviction.

D Assisting in the drawing up the following Policies that form part of the Council Budget and Policy Framework

The plans and strategies that comprise the Housing Investment Programme Council, Housing Allocation Policy and other items within the Council Budget and Policy Framework.

5.4 Summary of post functions and areas of responsibility

Director

Overall corporate management and operational responsibility (including overall management responsibility for all officers) and representing the Board on partnership and external bodies.

Business Development Manager and Company Secretary

Management of Board processes, personnel, administration, property, planned maintenance strategy, participation and regeneration services.

Finance Manager

Budgets , payments, accountancy and computer services.

Housing Manager (Tenancy Services)

Rent arrears, anti social behaviour cases, wardens services

Housing Manager (Local Services)

Day to day services provided through Local Offices, management and maintenance of estates

Maintenance Manager

Day to day responsibility for planned and programmed repairs and budgetary control

Personnel Officer

Day to day personnel, training, recruitment, induction and staffing administration

Housing Equalities Adviser

Advising staff and overseeing work on equalities issues.

5.5 Structure

The Director will determine and publicise a description of the overall departmental structure of Derby Homes showing the management structure and deployment of officers. The Director will report to the Board on the manner in which the discharge of Derby Homes' functions is co-ordinated, the number and grade of officers required for the discharge of functions and the organisation of officers.

5.6 Functions of the Company Secretary

- a. **Governance Arrangements.** The Company Secretary will maintain an up-to-date version of the Governance Arrangements and will ensure that it is widely available for consultation by members, staff and the public.
- b. **Ensuring lawfulness and fairness of decision making.** After consulting with the Director and Finance Manager, the Company Secretary will report to the Board if he or she considers that any proposal, decision or omission would give rise to unlawfulness or if any decision or omission has given rise to maladministration. Such a report will have the effect of stopping the proposal or decision being implemented until the report has been considered.
- c. **Standards of Conduct.** The Company Secretary will contribute to the promotion and maintenance of high standards of conduct through provisions of the Code of Conduct.
- d. **Receiving reports.** The Company Secretary will receive and act on reports concerning codes of conduct and ethical standards in comparable organisations.
- e. **Conducting investigations.** The Company Secretary will conduct investigations into matters concerning the code of conduct and make reports or recommendations in respect of them to the Board.
- f. **Proper officer for access to information.** The Company Secretary will ensure that Board decisions, together with the reasons for those decisions and relevant officer reports and background papers are made publicly available as soon as possible.
- g. **Advising whether Board decisions are within the budget and policy approved by Derby Homes.** The Company Secretary will

advise whether decisions of the Board are in accordance with the policies and budgets of Derby Homes and consistent with its Services Agreement with the City Council.

- h. **Providing advice.** The Company Secretary will provide advice on the scope of powers and authority to take decisions, maladministration, financial impropriety, probity and governance issues to all Board members.
- i. **Government consent.** The Company Secretary shall advise the Board and the Council of any matters under consideration which appears to modify the application for consent made by the Council under section 27 of the Housing Act 1985 and hence must be subject to one month's prior written notice to the Secretary of State before implementation.
- j. **Restrictions on posts.** The Director cannot act as the Company Secretary.

5.7 Functions of the Finance Manager

- a. **Ensuring lawfulness and financial prudence of decision making.** After consulting with the Director and Company Secretary, the Finance Manager will report to the Board in relation to its functions, and Derby Homes' external auditor if s/he considers that any proposal, decision or course of action will involve incurring unlawful expenditure, or is unlawful and is likely to cause a loss or deficiency or if Derby Homes is about to enter an item of account unlawfully.
- b. **Administration of financial affairs.** The Finance Manager will have responsibility for the administration of the financial affairs of Derby Homes
- c. **Contributing to corporate management.** The Finance Manager will contribute to the corporate management of Derby Homes, in particular through the provision of professional financial advice.
- d. **Providing advice.** The Finance Manager will provide advice on the scope of powers and authority to take decisions, maladministration, financial impropriety, probity and budget and policy issues to all board members and will support and advise board members and officers in their respective roles.
- e. **Give financial information.** The Finance Manager will provide financial information to the media, members of the public and the community.

6. APPOINTMENTS OF STAFF TO DERBY HOMES

6.1 Canvassing of members of the Board directly or indirectly for any appointment under Derby Homes shall disqualify the candidate concerned for that appointment. A statement to this effect shall be included either in the advertisement inviting applications for appointment or in any form of application or particulars supplied for use by candidates.

6.2 Any member of the Board, in response to a request for an employment reference, shall be entitled to give such person a statement of his/her actual personal knowledge of the person's character and ability, but the statement shall not contain any recommendation or request for the employment of the person nor be directly addressed to any officer of Derby Homes.

6.3 No officer of Derby Homes shall act on any recommendation received from any trade union official, unless specific application has been made previously to the trade union official in his/her official capacity in connection with a pending appointment, and there is no other channel open for the engagement of the particular employee then required.

6.4 Relatives Of Members Or Officers

6.4.1 Candidates for any appointment at Derby Homes shall when making application disclose in writing whether to their knowledge they are the parent, grandparent, partner, child, stepchild, adopted child, grandchild, brother, sister, uncle, aunt, nephew or niece of an existing Board member or officer of Derby Homes; or of the partner of such persons.

6.4.2 A candidate who fails so to do shall be disqualified for such appointment and if appointed shall be liable to disciplinary action in accordance with Derby Home's disciplinary procedures. Every member and officer of Derby Homes shall disclose to the Personnel Officer any relationship known to him/her to exist between himself/herself and a candidate for an appointment of which he/she is aware.

6.4.3 A statement to this effect shall be included either in the advertisement inviting applications for appointment or in any form of application or particulars supplied for use by candidates.

6.5 Recruitment of Directors and Assistant Directors

Where the Board proposes to appoint the Director and Assistant Directors and it is not proposed that the appointment be made exclusively from among its existing officers, there shall be drawn up a statement specifying:

- a. the duties of the officer concerned; and
- b. any qualifications or qualities to be sought in the person to be appointed.

6.6 The post shall then be advertised in such a way as is likely to bring it to the attention of persons who are qualified to apply for it and a copy of the statement drawn up shall be sent to any person on request.

6.7 Appointment of Directors and Assistant Directors

A committee of the Board will appoint Chief Officers and Assistant Directors. That committee must include at least one Chair or Vice Chair of the Board.

6.8 Officers Below Assistant Director

Appointment of officers below Assistant Director is the responsibility of the Director or his/her nominee, and must not be made by Board members.

6.9 Disciplinary Action

The Director, may be suspended whilst an investigation takes place into alleged misconduct. That suspension will be on full pay and last no longer than two months.

6.11 No other disciplinary action may be taken in respect of any of those officers except in accordance with the disciplinary procedures.

6.12 Board members will not be involved in the disciplinary action against any officer below Director, except where such involvement is necessary for any investigation or inquiry into alleged misconduct, through Derby Home's disciplinary, capability and related procedures, as adopted from time to time may allow a right of appeal to members in respect of disciplinary action.

6.13 Dismissal

Board members will not be involved in the dismissal of any officer below Director except where such involvement is necessary for any investigation or inquiry into alleged misconduct, through Derby Homes' disciplinary, capability and related procedures, as adopted from time to time, may allow a right of appeal to members in respect of dismissals or final written warnings.

6.14 Duty to provide sufficient resources to the Company Secretary and Finance Manager

Derby Homes will provide the Company Secretary and Finance Manager with such officers, accommodation and other resources as are in their opinion sufficient to allow their duties to be performed.

6.15 Conduct

Officers will comply with the Derby Homes Officers' Code of Conduct and the Protocol on Member/Officer Relations set out these Governance Arrangements.

Finance, Contracts and Legal Matters

6.16 Financial management

The management of Derby Homes' financial affairs will be conducted in accordance with the financial rules set out in Part VI of the Governance Arrangements.

6.17 Contracts

Every contract made by Derby Homes will comply with the Contracts Procedure Rules set out in Part VII of the Governance Arrangements.

6.18 Legal proceedings by Derby Homes

The Director of Derby Homes is authorised to institute, defend or participate in any legal proceedings in any case where such action is necessary to give effect to decisions of the Board or in any case where the Director of Derby Homes considers that such action is necessary to protect the company's interests.

6.19 Review and revision of the Governance Arrangements

Duty to monitor and review the Governance Arrangements

1. The Company Secretary will monitor and review the operation of these rules to ensure that the aims and principles of the governance arrangements are given full effect.
2. The Company Secretary will:
 - a. observe meetings of different parts of the member and officer structure;

- b. undertake an audit trail of a sample of decisions;
- c. record and analyse issues raised with him/her by members, officers, the public and other relevant stakeholders; and
- d. compare practices in this company with those in other comparable companies, or national examples of best practice.