Policy Name	Board Member Recruitment & Succession Planning Policy
Policy Category	Corporate & Governance
Policy Number	CG002
Officer Responsible	Director of Customer Services
Equality Impact Assessment Complete	Yes
Scottish Housing Regulator Standards	6.1, 6.2, 6.3, 6.4, 6.5 & 6.7
Date to Board	August 2025
Next Review Date	August 2028

Introduction

Lochaber Housing Association is a Scottish Charity (SCO 30951), registered as a Society under the Co-operative and Community Benefits Act 2014 and registered with the Scottish Housing Regulator (HAL151). Responsibility for running the Association lies with a Board of Management.

Our mission is to facilitate the provision and maintenance of good quality, truly affordable housing opportunities and services for our customers in their preferred communities, thereby helping to sustain and develop thriving communities throughout Lochaber.

Our Board of Management are a team of voluntary, non-remunerated people who meet to lead, direct and monitor LHA's activities. This policy presents the arrangements for recruiting new members, developing members and for planning for succession.

The following core values inform and direct our strategic objectives. They are the basis on which we conduct our affairs, and they provide us with the direction needed to achieve our mission.

- We are committed to supporting our communities
- We remain true to our charitable purpose
- Our services are cost-effective, efficient and reliable
- We are outward looking and evolving in our approach to business
- We are prudent in our decision-making
- We are enterprising when considering direction and solutions
- We are accountable and transparent
- We are creative and innovative in our problem solving

Regulation

The Scottish Housing Regulator's Regulatory Standards of Governance and Financial Management, specifically Regulatory Standard 6.1 require RSLs to "formally and actively plan to ensure orderly succession to governing body places to maintain an appropriate and effective composition of governing body members and to ensure sustainability of the governing body".

Regulatory Standard 6.3 makes the connection between annual reviews and succession planning where it states:

"The governing body takes account of these annual performance reviews and its skills needs in its succession planning and learning and development plans"

Additionally, Regulatory Standard 6.7 states:

"The governing body is satisfied that the senior officer has the necessary skills and knowledge to do his/her job. The governing body sets the senior officer's objectives, oversees performance, ensures annual performance appraisal, and requires continuous professional development"

Effectively meeting these standards means looking critically at the current composition of the Board and planning ahead. Good governance depends on an effective partnership between the Board and senior staff and the successful delivery of the strategic objectives needs a senior staff team that is equipped with the necessary skills to implement the Board's plans.

Succession planning should be a key component of good business planning, ensuring that the organisation understands the range of skills, knowledge and experience required to lead and deliver the achievement of the organisation's objectives.

Specifically, the SHR requires that the Association ensures that its Board:

- Formally and actively plans to ensure the orderly succession of governing body members;
- Maintains an appropriate balance of skills and experience amongst its members;
- Ensures progressive refreshing of the governing body;
- Maximises the opportunity for accountability, encouraging as diverse and strong a membership as is compatible with our constitution; and
- Actively engages with our membership.

To ensure continuity of good governance, the Board needs to assess annually:

- The current skills, knowledge, experience and diversity that are represented by the Board; and
- Consider the "fit" between the current profiles and what is required to deliver the strategic plan.

Based on that assessment the Association can then openly publicise to its full membership, and to others who may wish to become a Board member, the skills it needs and what vacancy opportunities there are. This will encourage the election of Board members from the strongest pool of available talent.

Annual Recruitment Priorities

LHA's Board will annually agree recruitment priorities based on a self-assessment of the skills, knowledge, diversity, and objectivity that it needs for its decision-making. This assessment is based on the results of our annual collective and individual Board appraisal system and other good quality sources of information and advice. These priorities will be published in any Board recruitment promotional materials we produce.

As well as identifying the learning needs of existing Board Members, this work identifies what gaps there are that need to be filled through recruitment. This process considers the governance responsibilities of the Board as well as the strategic challenges and opportunities facing LHA.

People wishing to join the Board must be committed to serving the best interests of LHA and its tenants and to supporting the decisions of the Board, even on occasions when they disagree with them. Candidates must not be motivated by alternative or personal agendas.

Existing Members

All governing body members are subject to annual performance reviews to assess their ongoing contribution and effectiveness. The Board will take account of these annual performance reviews in its succession and training planning. Full details of this annual review process are outlined in the Board Annual Appraisal Policy.

The Association will also provide existing Board members with ongoing support and training to sustain their continued effectiveness. The opportunity to develop internal or external mentoring or partnering support arrangements will be applied and developed as required to enhance the confidence or understanding of individual Board members.

In terms of good governance practice, the SHR consider that RSLs should review whether a governing body member who has been in place for nine years – which would in most cases be three, three - year terms – is still able to demonstrate objectivity and independent challenge.

The governing body must be assured that any member seeking re-election after nine years' continuous service is able to demonstrate their continued effectiveness in this regard. The SHR require full compliance with this requirement as set out in Regulatory Standards 6.1 and 6.2.

Rewards

Although being a Board of Management Member is unpaid (only out of pocket expenses are reimbursed), Board Members regularly experience the following non-financial rewards:

- Often the most rewarding aspect of serving on our Board is the sense of personal wellbeing and satisfaction gained from contributing to a cause aimed at benefiting the local community.
- LHA provides an effective induction and ongoing training and development to Board of Management Members. As well as gaining new skills and knowledge, this learning can be used as evidence of personal development for some qualifications and work towards achieving or maintaining professional body accreditation.
- Experience gained as a Board of Management Member often enhances individual employment prospects – knowledge and experience in strategic planning, resource planning, risk management and performance monitoring are attractive to many employers.

Being a Board of Management Member can also make good use of skills and knowledge gained by:

- retired people during their previous employment
- current or previous educational study
- life experiences

The Board is a team of people who care about the provision of quality housing and the positive impact that this and excellent services have on the wellbeing of local people. Meeting and working with new people who share these aims leads to a deeper connection with the community and others.

Health & Safety

The Association has in place appropriate measures to manage the health and safety of Board Members.

Should a Board member be attending a conference or meeting outwith working hours, overnight accommodation will be made available. The Board Member will be required to request the accommodation in advance.

Eligibility for the Board

Prospective Board of Management Members will be required to complete a personal declaration confirming that they meet the eligibility requirements set out in our Rules. A list of the eligibility conditions is provided in Appendix 1. Failure to meet any of these requirements will result in an application to join the Board being rejected. In addition, no individual will be permitted to be nominated for membership of the Board (or the Governing body of one of our subsidiaries) if he/she is closely connected to an existing board or staff member of the LHA Group. The definition of "closely connected" shall be the definition ascribed to it in the Association's Code of Conduct.

Categories of Board Membership

Based on the recruitment priorities identified, LHA will seek to recruit new Board of Management Members to one, some or all of the following categories:

- promoting opportunities to shareholding members for election at our Annual General Meeting (AGM).
- appointing a shareholding member to fill a casual vacancy.
- co-opting people.

Promoting Opportunities to Shareholding Members for Election

LHA's Membership Policy includes a commitment to encourage the shareholding membership to consider joining the Board.

Elections to vacant places on the Board will take place at each AGM. The procedures for being considered for election are set out in LHA's Rules (Rules 39 – 41) and consist of:

- Notification of election to all shareholding members.
- Nomination.
- Election.

Notifications for the AGM will be issued 28 days prior to the meeting taking place and will inform shareholding members of existing and anticipated Board of Management. Notifications will usually also include details of dates when those nominated will be asked to meet with the Chairperson and the Chief Executive to discuss their candidacy and find out more about what is involved in being a Board of Management Member.

Nominations must be in writing using the form provided by LHA and a shareholding member must be nominated by an existing shareholder – shareholders cannot nominate themselves for election to the Board. Completed nomination forms must arrive at LHA's registered office at least 21 days before the AGM. Nominations received after this deadline cannot be considered for election.

Elections at the AGM will be conducted by a poll. Every member either present in person or who has an appointed representative present will have one vote for each place to be filled. Each candidate will be asked to provide a short biography (no more than 200 words) that will be sent to all members and appointed proxy representatives in advance of the AGM where possible to inform their voting choices. The biography will be structured by LHA and ask candidates to:

- Describe what abilities they offer LHA compared to the annual recruitment priorities set by the Board of Management.
- Explain their motivation for wanting to join LHA's Board.

A further copy of the printed biographies will be handed out on arrival at the AGM.

Where the number of candidates standing for election is less than or equal to the number of vacant places, the Chairperson will declare them elected without a vote.

Board of Management Members serve normally for three year terms after which they are then eligible for re-election without nomination.

Filling Casual Vacancies

A casual vacancy occurs when an elected Board of Management Member leaves the Board between AGMs. The Board of Management has the authority to appoint a shareholding member to fill a casual vacancy until the time of the next AGM. Those appointed to fill casual vacancies will be required to stand down from the Board of Management at the next AGM – they can seek election if they wish to continue.

Those filling casual vacancies have full Board of Management Member status.

Co-opting People

Under our Rules, the Board may also appoint up to a third of the board membership as co-optees, who may or may not be shareholders of the Association. Co-options would normally be made to bring a specific expertise to the Board should this be required over a defined period or to assist the Board in dealing with a specific issue. Persons so appointed must stand down at the next AGM, although they may stand for election at that time in the usual way. They may also be co-opted for a further period by the Board if it so wishes.

An additional two co-opted places are reserved for co-options by the Highland Council of two of its elected members. These Highland Council co-opted members remain as co-optees for as long as they continue to be nominated by the Highland Council and are not required to stand down and seek election or re-election at the AGM.

No Co-opted member of any kind can vote on matters relating to the membership of the Association or the election of office bearers; nor can they themselves stand for election as office bearers.

Our per our Rules the Association shall have a Board of Management which shall have a minimum of 7 and a maximum (including co-optees) of 15 persons.

Benefits of a Consistent Process

LHA aims to establish a clear, fair, and consistent process for the recruitment of Board of Management Members irrespective of the Board membership category being pursued. Having a process that treats all candidates equally will enable LHA to:

- Achieve a fair and consistent approach to Board of Management recruitment.
- Assist prospective Members in understanding the role, responsibilities, and conduct requirements of the Board of Management.
- Ensure that LHA recruits Board Members who best meet the recruitment priorities previously agreed by the Board.
- Provide the necessary levels of support to candidates to ensure that no person is disadvantaged and to achieve equality of opportunity.
- Enhance compliance with LHA's Rules, other policies, Regulatory requirements, and the law.

Publicity

Aside from the process of notifying shareholders about Board vacancies leading up to the AGM, LHA will also advertise vacancies and anticipated vacancies using:

- Information to shareholding members of LHA.
- Adverts in the local press, journals, the LHA website and online publications
- Information to partner organisations and professional/trade bodies.
- Information to tenant organisations and community groups.
- Information to other voluntary organisations and social enterprises.

Adverts will highlight the recruitment priorities, particular skills, and knowledge we seek to strengthen the Board.

The recruitment process

The process of advertisement may be supplemented by personal approaches from Members of the Board or the engagement of a recruitment agency. In the event of such approaches being positive, the details of the individual will be submitted to the Chief Executive who will arrange for a copy of the Board Member Guide and application form to be sent.

Prospective Board of Management Members will be required to complete a personal declaration confirming that they meet the eligibility requirements set out in our Rules. A list of the eligibility conditions is provided in Appendix 1. Failure to meet any of these requirements will result in an application to join the Board being rejected.

On receipt of a completed application form and confirmation of eligibility to join the Board the Board of Management will review the application at the next available meeting.

If the application is approved the candidate will be invited to meet with the Chief Executive and Chairperson. The purpose of this meeting is to:

- Establish that the prospective Member understands the role of a Board of Management Member.
- Establish the contribution likely to be made by the prospective Member, in the light of the knowledge, experience, skills and personal qualities sought by LHA.
- Establish the prospective Member's match with the recruitment priorities already agreed by the Board.
- Consider any specific training or additional requirements needed to enable the prospective Member to fulfil a Board Member role.
- Highlight the potential non-financial rewards from Board work.
- Explain and confirm prospective Member commitment to the Code of Conduct requirements for Board Members.
- Ensure that prospective Members are motivated by serving the best interests of LHA and tenants, and not alternative or personal agendas.
- Ensure that prospective Members can adequately meet the level of commitment required.
- Answer any questions from the prospective Member.

In the case of prospective members seeking to fill casual vacancies or co-option, this meeting is compulsory. (Please note: it is not a condition that members nominated must attend this meeting in order to be considered for election at the AGM. However, this meeting forms an important early connection with existing Board Members that will enhance the induction process for those eventually elected.)

Prospective Members who have been nominated in the lead up to an AGM will be asked if they will write a short biography for distribution to the shareholding membership.

Notification of Board Decision

Ineligible applicants will be advised in writing and will not be permitted to progress further. The Board of Management's decision in this matter will be final and there will be no right of appeal.

Induction Policy

The Association will update regularly and refine as required its Board Induction policy and process, to ensure it meets the needs of new members.

The induction process will comprise of:

- The provision of a regularly updated and refreshed Board of Management member online portal.

- The development and participation of new Board of Management members, in a bespoke induction programme where they meet with senior staff of the organisation.

- The provision of a mentor; a partnering arrangement with an existing and experienced member of the current Board of Management, who can aid and assist them in familiarising themselves with the work and practices of the Association.

- The opportunity to attend external training events or conferences – which would assist their development and understanding.

Annual Appraisals

Having a mix of established and new members on the governing body is key to achieving good governance because the RSL benefits from both experience and new ideas. The in-depth knowledge and understanding of experienced members is vital, however, new members bring an essential objectivity and challenge to familiar practices and thinking. The Annual Review process will take place during April to June of each year and involve all existing Board members.

Succession Assessments and Planning

On an annual basis, following the annual review process, the Association will initiate a succession planning review which is based on the findings of individual assessments with Board members.
It will:

- Determine the longevity or retiral status of all Board members (assessing whether they intend or require to retire within 1, 2, 3 or more than 5 years);
- Confirm their current role in respect of the organisation;
- Identify Board members who are available, interested or likely to succeed to office bearer or sub – committee chairpersons' roles;

- The number of years before individual Board members may feel able or equipped to take on more responsible duties;
- Gather specific information concerning experienced and long serving Board members who are seeking re – election for a fourth (or subsequent) term.

The pro–forma (Appendix 2) will be compiled and reviewed annually by the Board and form the basis of member development, training and recruitment planning.

Training and Development

Lochaber Housing Association will endeavour to ensure sufficient resources are available each year to facilitate Board training and development. On going assessments and the review process will ensure that Board member skills are enhanced to ensure that they have skills commensurate with their role and responsibilities.

Board Members identified as being candidates for recruitment as future office bearers or chairs of sub – committees, will be encouraged to develop skills in the specific areas identified which will in turn enable them to appropriately fulfil these roles upon succession.

Other Relevant or Related Policies

- Model Code of Conduct for Governing Body Members
- Regulatory Standards of Governance & Financial Management
- Board Member Appraisal Policy
- Board Member Appraisal Policy
- Board Member Guide

11. Equal Opportunities

We will strive to achieve equality of opportunity and treatment for all in all that we do. We will do this irrespective of any protected characteristic a person might have or be perceived to have. Section 4 of the Equality Act 2010 specifies nine protected characteristics:

- Age
- Disability
- Marriage and civil partnership
- Pregnancy and maternity
- Race
- Religion or belief
- Gender (referred to as "sex" in the Act)
- Gender reassignment
- Sexual orientation

We will consider the needs of hard to reach groups and will make reasonable adjustment, if possible, to assist people to apply to join the Board and play an active role once appointed.

Practical steps we will take to fulfil our equal opportunities commitments for this Policy will include:

- Open advertising of Board of Management vacancies will include communication with hard to reach groups.
- We will encourage diversity in reviewing our annual Board recruitment priorities to ensure that the Board reflects the community we serve (based on ethnicity, disability, gender, and age).
- Meet with all candidates with a disability who meet the Board eligibility criteria and consider them on their abilities.
- Ensure there is a mechanism in place to discuss, at any time, but at least once a year, with disabled Board of Management Members what we and they can do to make sure they can develop and use their abilities.
- Take action to ensure that all Board of Management Members and employees develop disability awareness.
- We will hold candidate and Board of Management meetings in venues fully accessible to those with a physical disability.
- Provide reasonable support to candidates who have learning difficulties with form completion and dealing with paperwork.
- Provide reasonable support to candidates with physical disabilities with transport requirements associated with this Policy.
- We will reimburse candidates for out of pocket expenses they have incurred as a result of meeting with us – this will include transport costs and receipted carer and childcare costs.
- All Board of Management Members involved in meetings with candidates will have received training in equal opportunities, recruitment, and selection.
- We will ensure that a Human Resources professional supports the work of Board of Management Members in implementing this policy to ensure compliance with good practice and the law.
- We will record reasons for selection and rejection of candidates for Board vacancies.
- We will only ask health related questions to allow us to assist candidates during the recruitment process and to ensure reasonable adjustment can be made to accommodate the person and to ensure the person is able to carry out essential aspects of the role.

Data Protection

The Association will treat Board Members and prospective Board Members personal data in line with our obligations under the current data protection regulations and our own data protection policy. Information regarding how your data will be used and the basis for processing your data is provided in the LHA Group's Board Member privacy notice.

Appendix 1

Eligibility for the Board as per Model rules

A person will not be eligible to be a Board Member and cannot be appointed or elected as such if:-

43.1.1 he/she is an undischarged bankrupt, has granted a trust deed which has not been discharged or is in a current Debt Payment Plan under the Debt Arrangement Scheme; or

43.1.2 he/she has been convicted of an offence involving dishonesty which is not spent by virtue of the Rehabilitation of Offenders Act 1974 or an offence under the Charities and Trustee Investment (Scotland) Act 2005; or

43.1.3 he/she is a party to any legal proceedings in any Court of Law by or against the Association; or

43.1.4 he/she is or will be unable to attend the Board Meetings for a period of 12 months; or

43.1.5 he/she has been removed from the Board of another registered social landlord within the previous five years; or

43.1.6 he/she has resigned from the Board in the previous five years in circumstances where the resignation was submitted after the date of his/her receipt of notice of a special Board meeting convened to consider a resolution for his/her removal from the Board in terms of Rule 44.5; or

43.1.7 he/she has been removed from the Board in terms of Rules 44.4 or 44.5 within the previous five years; or

43.1.8 he/she has been removed, disqualified or suspended from a position of management or control of a charity under the provisions of the Law Reform (Miscellaneous Provisions) (Scotland) Act 1990 or the Charities and Trustee Investment (Scotland) Act 2005; or

43.1.9 he/she has been removed from the office of charity trustee or trustee for a charity by an order made by the Charity Commissioners for England and Wales or by Her Majesty's High Court of Justice in England on the grounds of any misconduct in the administration of the charity for which he/she were responsible or to which he/she were privy, or which his/her conduct contributed to or facilitated; or

43.1.10 a disqualification order or disqualification undertaking has been made against that person under the Company Directors Disqualification Act 1986 or the Company Directors Disqualification (Northern Ireland) Order 2002 (which relate to the power of a Court to prevent someone from being a director, liquidator or administrator of a company or a receiver or manager of company property or being involved in the promotion, formation or management of a company); or

43.1.11 his/her nomination for election to the Board has been rejected in accordance with Rule 40.3 during the period between the return of the completed nomination form and the commencement of the relevant Annual General Meeting.

Succession Planning Review Framework

GB Name	Date First elected/Coopted/Appointed	Date of last elected	Date next due for election	Date of nine year rule effective	Intention to seek reelection	Office bearing interest	End of office bearing term

n