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partick housing association ltd



# Share Members Handbook



**Partick Housing Association Ltd** . parent company of . **The Partick Group**  
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Welcome



Dear Share Member

This handbook is designed as a handy reference for share members of Partick Housing Association. It is not intended as a substitute for the Rules of the Association, which are issued to all members at the time of approval of their membership and which should be retained for reference.

I hope that you find this little handbook helpful and that you find being a share member of Partick Housing Association a worthwhile experience. Perhaps you may consider greater involvement with the Association in the future.

Phillip Wong  
Secretary

# Finding your way through the Handbook.....



## part one



### Some Key Facts about us

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## Introduction

Partick Housing Association Ltd (PHA) is a charitable registered social landlord. We are also an Industrial and Provident Society, which does not trade for profit. PHA is also the parent of the PHA Ltd group of companies and our registered office is 10 Mansfield St, Glasgow G11 5QP

## Our Rules

We operate to a set of Rules which define our objectives. The Rules set out how we should conduct our business. Any of these Rules can be changed or deleted and new Rules can be introduced if three quarters of votes at a special meeting are cast in favour of the changes and The Scottish Housing Regulator, our regulator, has approved the changes.

As we are an Industrial and Provident Society we must register every rule change with the Financial Services Authority. The change is only valid when this happens. Our share members receive a copy of the rule change, as it is important that our share members know what the Rules are.

## Share Capital

Our share capital is raised by issuing one pound shares to share members. Each member can only hold one share. There is no interest, dividend or bonus payable on shares.

## Our Objectives

PHA was formed in 1975 for the benefit of the community and our objective is to carry on for the benefit of the community the business set out in our Rules, paragraphs 2-5. We must comply with our Rules and undertake only those activities which our Rules permit us to do.

## Our Group Structure

Our group structure, which is illustrated at appendix 1, was established to enable us to deliver additional benefits to the community, which we could not otherwise achieve.



### Membership

Now that your membership has been approved you will be issued a share certificate and a share number. Your name will be entered in our share register. As a share member you can attend our annual general meeting or any special general meetings; to nominate other share members to stand for election to the Management Committee; or to stand for election yourself provided that you are nominated by another share member.



### Retaining your Membership – keeping in touch

It is important that if you change your address you let our Secretary know in writing within three months of the change. If you do not do that your membership will be ended and your share cancelled, under Rules 11 and 12.2. If you are a tenant who transfers to another PHA house we will automatically update our records, and you do not need to tell us in these circumstances.

Similarly if you are unable to attend the Annual General Meeting you should submit your apologies. If you do not attend five annual general meetings in a row and you did not submit apologies, the Management Committee will end your membership and cancel you Share, under Rule 12.2.



If you cannot attend but wish to appoint a representative to vote on your behalf you may do so by submitting a properly completed proxy form, which is available from our registered office. A sample proxy form is included at appendix 1 of your copy of the Rules, whilst full details of proxy arrangement are set out at Rules 28.1 to 28.5





### Ending you membership

In addition to the aforementioned circumstances there are situations which may result in the ending of a share member's membership. These are fully set out in paragraphs 13.1 to 13.3 of our Rules and are only used in the circumstances where there are complaints about a share member's behaviour.



### The Function of the Annual General Meeting

Annual general meetings (AGMs) are held within 6 months of the end of the financial year. The function of the Annual General Meeting is to:-

- present the Chairperson's report on our activities for the previous year;
- present the accounts, balance sheet and auditor's report;
- elect Committee Members as set out in Rule 41;
- appoint the auditor for the following year as set out in Rules 74 and 76; and
- consider any other general business included in the notice calling the meeting

The meeting follows a prescribed format reflecting the function of the meeting and the proceedings at annual general meetings as set out in Rules 33-37 are detailed below.

### Proceedings at annual general meetings

The business of the AGM is conducted in an orderly fashion to enable all agenda items to be dealt and to give all members equality of opportunity to participate fully in the proceedings in accordance with Rules 33 to 37.

It is important that everyone is treated with dignity and respect by everyone attending the AGM in recognition that harassment or disrespectful behaviours will reduce the productivity and efficiency of the meeting, and may lead to share members losing interest in coming along to future meetings. Adherence to the procedures set out below ensures that the meeting is conducted in a proper fashion. It also sets out the procedures for share members wishing to speak about any matter of business on the agenda.

- If a share member wishes to speak at the AGM, the share member must direct their words to the Chairperson. Whilst this is happening other members must remain quiet and orderly.



- The Rules do not permit a share member to speak more than once on any individual matter unless it is to explain something or to ask for an explanation until every other member has had the chance to speak. The share member will then have the opportunity to speak a second time on a matter, but only if the Chairperson agrees. Where the Chairperson raised the matter for discussion initially, the Chairperson is permitted to make a final reply on the matter.
- The Chairperson decides how long each speaker is allowed to speak, and allows equal time to each speaker.
- If any point arises which is not covered by the Rules, the Chairperson will give his/her opinion. If the Chairperson's opinion is challenged by more than one person, the Chairperson will step down and those present will decide on the point raised on a majority vote. If the vote is tied, the Chairperson's original opinion is carried.

### **The Minutes of Annual General Meetings**

Share members play a role at the AGM in relation to the approval of the minutes, which are recorded in accordance with our minute policy; an extract of the policy is set out below:

- The minutes of the meeting will be recorded by a staff member delegated to fulfil that administrative function on behalf of the Secretary of the Association. The minutes will record those share members present, those who have submitted apologies, staff members and other attending.
- The Chairperson will seek the agreement of share members to resolutions placed before them and all decisions of the share members will be recorded in the minutes, and any subsequent actions required.
- The minutes will be concise and set out in the prescribed format. The minutes will record the proceedings on each item of business (but not a word for word record), decisions taken and actions required.



- Draft minutes will be circulated in advance of the next routine meeting and the Chairperson will seek any corrections to the minutes at that meeting. Any corrections will only be accepted with the consent of the majority of the members who had been present at the previous meeting voting in accordance with the voting procedures set out in the Rules of the Association.
- Approval of the minutes will be sought by the Chairperson who will invite members, who attended the previous meeting, to move to acceptance of the minutes and another to second the motion and voting in accordance with the voting procedures set out in the Rules of the Association.

### **Duration of Annual General Meetings**

The AGM must not last longer than two hours unless at least two thirds of the members present agree after that time to continue the meeting.

### **Special general meetings**

The function of a Special General Meeting called by the Secretary, is to discuss only the business stated in the calling of the meeting.

Meetings can be called if the Management Committee requests a meeting be held, or at least four share members request one in writing. That number increases to 10% of the share members if there are more than 40 share members.

Whoever asks for the meeting must give the Secretary details of the business to be discussed at the meeting. The detailed Rules relating to procedures are set out at Rules 22.1 to 22.5.



## Becoming a member of the Management Committee

As a share member you can become a member of the Management Committee which comprises of a minimum of seven and a maximum of fifteen members. Eligibility for the Management Committee is set out in Rules 44.1 and 43.3.

To become a Management Committee Member you must be a member of the Association and aged 18 or over, unless you are a co-optee or a Scottish Housing Regulator appointee. An individual appointed to fill a casual vacancy must also be aged 18 or over and a member of the Association.

An employee of the Association, or a close relative of an employee, may not be a Management Committee Member.

## Management Committee Responsibilities

The Management Committee carries the undernoted responsibilities:-

- Exercising proper control over the Association's services and activities
- Ensuring that the Association acts in accordance with its Objects and Rules
- Making decisions in the best interests of the Association and its service users
- Conducting the Association's affairs with honesty and integrity
- Managing the Association's resources, including public and private money which is invested prudently in the Association's work
- Managing risk
- Being committed to equal opportunities and to openness and accountability in the way the Association works
- Being committed to resident participation



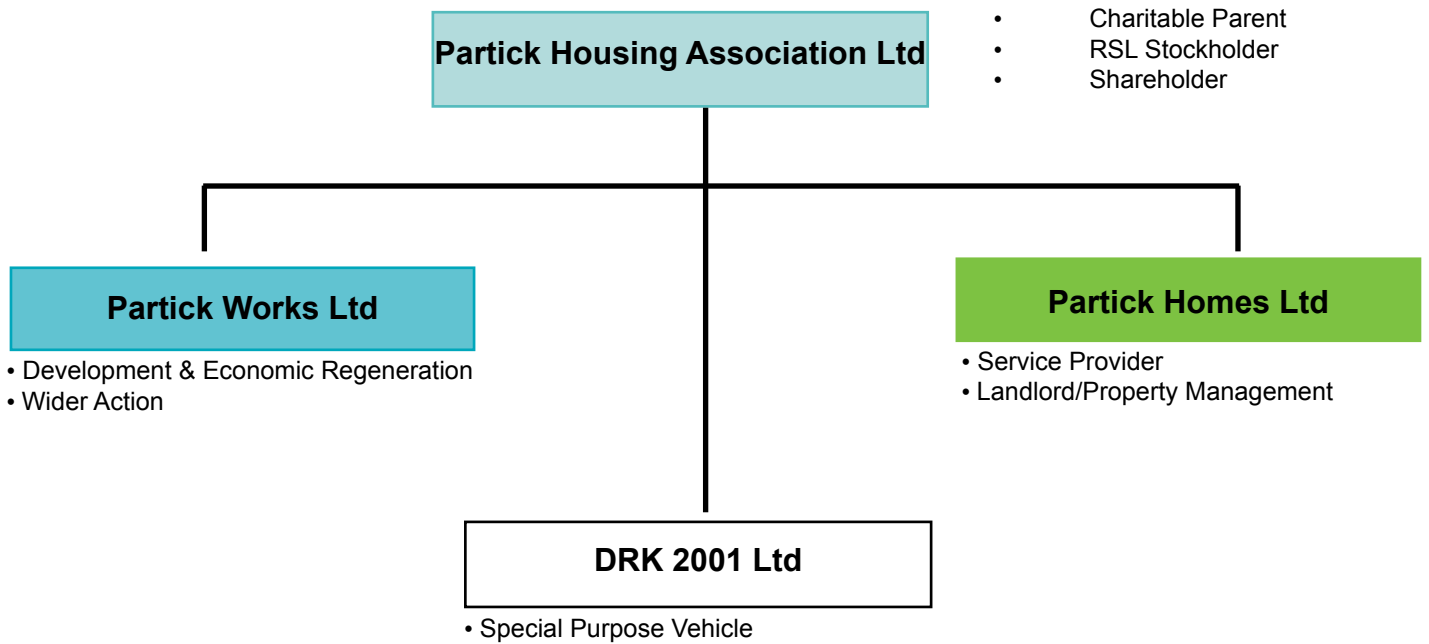
### The Code of Conduct

The Code of Conduct applies to all Committee Members and will be issued to you if you become a Committee Member. You will be unable to act as a Committee Member until you have agreed to and signed the Code of Conduct.



### Finding out more about becoming involved

If you feel that you would like to make a difference or take up a new challenge, there are lots of opportunities to get involved. For more information give Mark Hughes, our Customer Relations Officer a ring on 0141 330 1493.



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