

**THE FERGUSLIE GROUP**

**ANNUAL DEVELOPMENT POLICY FOR  
GOVERNING BODIES (INCLUDING  
APPRAISALS)  
&  
PROCEDURE**



**Ferguslie Group**

Approved by FPHA 25 April 2018, adopted by NTC 14 May 2018  
Due for Review by April 2021

Signed: Chairperson FPHA

Signed: Chairperson NTC

## The Ferguslie Group

### ANNUAL DEVELOPMENT POLICY FOR GOVERNING BODIES *(version 19/4/18)*

#### Purpose

1. The Ferguslie Group comprises of Ferguslie Park Housing Association (FPHA) and its subsidiary, New Tannahill Centre Ltd (NTC). The Board of FPHA, as the parent organisation in the Group, has overall responsibility for the Group and wishes to ensure that the Group performs effectively, fulfils its governance responsibilities and leads high performing organisations. FPHA's Board has a duty to the Group's tenants, customers, investors and staff to keep its own performance under review and to ensure it meets the highest standards of corporate governance. For this reason, all Governing Body Members within the Group will review their own individual and collective contributions annually, identifying areas of strength and also where they wish to improve their own collective and individual performance.
2. Each Governing Body wishes to provide leadership to its staff by demonstrating, and so, promoting, a culture of continuous improvement within the Group.
3. FPHA's Board is committed to ensuring its performance meets the requirements of the Scottish Housing Regulator's Regulatory Standards of Governance and Finance. These Standards state that *'The people on the governing body, and the skills and knowledge they collectively have, are the most significant contributors to the good governance of the RSL.'* As a subsidiary of the RSL, the Executive Committee of NTC also aligns with these standards.
4. Reflecting the Scottish Housing Regulator's standards, the role required of all governing bodies in our Group is to:
  - lead and direct the organisation to achieve good outcomes for its tenants, customers and other service users
  - ensure its organisation is open about and accountable for what it does, understanding needs of its tenants and customers, prioritising them
  - manage its resources to ensure its financial well-being and economic effectiveness
  - base its decisions on good quality information and advice and identify and mitigate risks to the organisation's purpose
  - conduct its affairs with honesty and integrity
  - ensure it and its senior staff have the skills and knowledge they need to be effective.
5. In order to achieve the last of those requirements, our Governing Bodies will:
  - a) have a formal, rigorous and transparent process for the election, appointment and recruitment of governing body members
  - b) annually assess the skills, knowledge and diversity they need to provide capable leadership, control and constructive challenge
  - c) plan effectively to achieve the appropriate and effective composition and profile of governing body members through ongoing performance evaluation and active succession planning
  - d) be assured that any member seeking re-election/re-appointment after nine years' continuous service can demonstrate their continued effectiveness



- e) support new governing body members with effective induction to enable them to exercise their governance responsibilities. Existing governing body members are given ongoing support and training to sustain their continued effectiveness.
6. This policy is designed to address the requirements of 5 b), c) and d) above and forms part of wider FPHA succession planning policies covering recruitment, induction and training of Governing Body Members.

#### **Detail**

7. Each Governing Body will conduct an annual assessment of its collective and individual performance in order to ensure that it
- o has the skills and knowledge required to fulfil its governance role
  - o is using those skills and knowledge confidently and appropriately
  - o is adding appropriate value to the work of its staff so that it fulfils its leadership role and its stewardship of the organisation's resources
8. Each member of each Governing Body is required to assess their own contribution and personal development priorities and will have the opportunity to express their views to their Chair. Each member will have a one-to-one discussion with their Chair at which they will also receive feedback from the Chair on their personal contribution over the previous 12 months, and on how they can best support the work of the Governing Body in the coming year.
9. Where a member of FPHA's Board also is a member of NTC's Executive Committee, they are not expected to participate in two one-to-one discussions. Rather, they will have a one-to-one discussion with the Chair of FPHA only.
10. In preparing to offer feedback, each Chair will take into account the performance of the Governing Body and its members over the last year, relative to the requirements stated above. The Chair will also take into account the likely demands on the Governing Body over the coming year, any policy on how long members can be on the Governing Body, and the need to ensure the Governing Body builds the right mix of skills, knowledge and confidence for the future.
11. The output from this process will be
- a) An agreed summary of each member's contribution over the last 12 months, including the strengths they have demonstrated, and their agreed areas for development over the next 12 months. This will be confidential when completed and copies held by the Chair, the member concerned and, if appropriate, a named member of staff for the purpose of record keeping
  - b) An agreed summary of any actions that need to be taken by the organisation to support each member's development. This will be passed to the Group Chief Executive for action
  - c) If the member has been on the Governing Body for 9 years or more and the organisation's rules allow their continuation, an additional written note from the Chair setting out the evidence that demonstrates that individual remains effective. This note will also include a description of what the Governing Body is doing to develop new or existing members to succeed that person when required. In accordance with existing policy, this report will be shared with all members and a decision taken by the Governing Body at its next meeting on whether it is content for that individual to remain on the Governing Body for a further year. In the case of the subsidiary, this decision will require approval by the parent Board. A copy of the Chair's note and a record of the Governing Body's decision will be retained for record keeping purposes

- d) A written report by the Chair to the Governing Body once the one-to-one discussions have been completed, summarising the main themes of the discussions and, in particular, any suggested changes that the Governing Body, as a whole, should make in order to develop its collective performance. These changes, if agreed by the Governing Body, will form the basis of its Governance Development Plan for the next year.
12. The appraisal of the Governing Body Chair will be conducted by the Vice Chair in the case of FPHA and by a Parent Board Member in the case of the subsidiary (the Appraiser) supported by an independent person with experience of good governance. The Chair will have an opportunity to assess their own contribution over the last year, and to identify areas for development going forward. Each member of the Governing Body will be invited to provide written feedback to the Appraiser on the contribution of the Chair over the previous 12 months and how that individual might develop their role in the coming year to support the overall performance of the Governing Body. This information will be collated and will inform the feedback provided to the Chair in the one-to-one meeting.
13. The output from this process will be
- a) An agreed summary of the Chair's contribution over the last 12 months, including the strengths they have demonstrated, and their agreed areas for development over the next 12 months. This will be confidential when completed and copies held by the Chair, the Appraiser and, if appropriate, a named member of staff for record keeping purposes
  - b) An agreed summary of any actions that need to be taken by the organisation to support the Chair's development. This will be passed to the Group Chief Executive for action
  - c) If the Chair has been on the Governing Body for 9 years and the organisation's rules allow their continuation, a written note from the Appraiser setting out the evidence that demonstrates the Chair's continuing effectiveness and a description of what the Governing Body is doing to develop new or existing members to succeed the Chair when required. In accordance with existing policy, this report will be shared with all members and a decision taken by the Governing Body at its next meeting on whether it is content for that individual to remain on the Governing Body for a further year. In the case of the subsidiary, this decision will require approval by the parent Board. A copy of the Appraiser's note and a record of the Governing Body's decision will be held for record keeping purposes
  - d) The Chair's report to the Governing Body at 10 d) above will include a report back on their own development priorities for next year.

**April 2018**

**The procedure for conducting appraisals is appended to this policy**

# **The Ferguslie Group**

## **ANNUAL DEVELOPMENT PROCEDURE for GOVERNING BODIES** *(version 19/4/18)*

1. The Ferguslie Group comprises Ferguslie Park Housing Association and its subsidiary New Tannahill Centre Ltd. This paper refers to the Annual Development Policy for Governing Bodies and sets out the procedure and supporting documentation for the implementation of the policy across the Ferguslie Group.
2. The one-to-one meetings between Governing Body Members will normally take place in May of each year and the final report by the Chair of the main themes and development actions arising from the development process will normally be reported to the August meeting of the Governing Body.
3. The Chair of each Governing Body will assess their own contribution and development needs using a separate questionnaire for Chairs only (Annex B).
4. All other Governing Body Members will complete a minimum of two questionnaires – in the first questionnaire they will assess their own contribution and development needs (Annex A) and in the second they will provide feedback on the contribution of their Chair (Annex C). Where an individual is a member of both Governing Bodies then they will provide feedback to both Chairs.
5. The Chair will complete a further questionnaire on behalf of any Governing Body Member who has reached 9 years tenure. (Annex D).
6. A typical agenda for the one-to-one meeting is set out in Annex F.
7. The content of all one-to-one meetings will be recorded using the proforma set out in Annex E. These documents will be confidential when completed and agreed by all parties. Copies will held by the Chair, the Member concerned and, if appropriate, a named member of staff for the purpose of record keeping.

**April 2018**

## Annex A: SELF ASSESSMENT AND DEVELOPMENT QUESTIONNAIRE FOR GOVERNING BODY MEMBERS

This Annual Self-Assessment and Development Questionnaire gives you the opportunity to assess your own contribution as a Governing Body Member over the last year. Please complete and return this questionnaire by the agreed date.

This will be used to inform the one-to-one meeting which will be your opportunity to discuss the contribution you have made to the Governing Body over the last year and how you would like to develop that over the coming 12 months. The Chair will also invite you to identify your own development priorities for the next 12 months ( see typical agenda in Annex G). Each Governing Body Member has different skills, knowledge and confidence and so makes a different contribution. If the Ferguslie Group is to continue to develop, it needs every Governing Body Member to assess what their contribution has been last year and to think about how they can develop it further next year.

The Governing Bodies within the Group have identified the following development priorities for each Governing Body and asked that each member take these into account in suggesting their own personal contribution and areas for development over the next 12 months -

- we need to recruit, support and train new Governing Body Members who can take responsibility for the governance of the organisation
- existing Members need to become better at challenge and scrutiny, including learning from each other and any statutory appointees
- all Members should network more in the sector to learn from others and build perspectives on how others operate, including attending Governing Body meetings of other RSLs or their subsidiaries.
- Members should allocate time to build their knowledge and perspective on the organisation, its staff and tenants.

Following your meeting, the Chair will draft and agree with you a short summary of the discussion which will cover your contribution this year, your areas for development for next year and, if required, how the Ferguslie Group will support you in those plans going forward.

<p>Listed below are the contribution, skills and knowledge required of a Governing Body Member. Assess your own contribution against each in advance of your annual development meeting with the Chair. Perhaps, give examples of where you think you have demonstrated an attribute this year and note anything you would like to do differently next year that could increase your contribution. Indicate where you would like support to help you. The last question below asks for your views on how we have operated collectively as a Governing Body, our strengths and areas where you think we should aim to improve next year.</p>	<p>Your assessment of your contribution in the last year</p>	<p>Anything you would like to do better next year? Would you like support to do it?</p>
<p><b>Criteria</b></p>		
<p><b>Attendance and Commitment</b> <i>This includes attendance at Governing Body and sub-committee meetings, how far you take opportunities for training and take part in activities? Do you want to change your commitment next year?</i></p>		
<p><b>Teamworking</b> <i>This covers your contribution to the Governing Body team. Do you help build the team? Are you an effective communicator (listening and explaining)? Are your skills and knowledge used to good effect?</i></p>		
<p><b>Leadership and Strategy</b> <i>What is your personal contribution to the Governing Body's leadership role in deciding strategy and priorities? Do you have enough knowledge? Enough confidence? Do you add sufficient value?</i></p>		
<p><b>Scrutiny and Stewardship</b> <i>Do you hold staff to account and ensure adequate performance? Do you balance challenge and scrutiny, maintaining mutual respect with staff? Do you have sufficient knowledge or confidence to do this well?</i></p>		
<p><b>Ambassadorial and External Networking</b> <i>How far have you represented or promoted the organisation externally in the last year, either formally or informally? Have you engaged with customers and/or staff outside formal meetings?</i></p>		
<p><b>Knowledge of our Business</b> <i>How good is your knowledge of the organisation and</i></p>		



<p><i>its business? (e.g. finance, risk and controls, staff culture, customers views) Are there areas where you want to improve your understanding or your confidence so you can contribute more?</i></p>		
<p><b>Knowledge of the External Environment</b>  <i>How confident are you about the environment the organisation operates within? Are there areas that you would like to improve your understanding or confidence? (E.g. welfare reform, social enterprise, government policy, community engagement, benchmarking against other organisations on how they operate)</i></p>		
<p><b>Performance of our Governing Body</b>  <i>How have we done collectively as a governing body over the last year? What have our strengths been? Where should we improve e.g.</i></p> <ul style="list-style-type: none"> <li>- <i>Do we spend our time on the right things?</i></li> <li>- <i>Do we fulfil the Regulatory Standards?</i></li> <li>- <i>Do we add enough value to staff?</i></li> <li>- <i>Is everyone pulling their weight or are some too quiet/dominant?</i></li> <li>- <i>Do we have the right mix of skills, knowledge and confidence? Are our skills used properly?</i></li> <li>- <i>Do our sub-committees work well?</i></li> </ul>		

Name ..... Name of Governing Body..... Date.....

**Annex B: SELF ASSESSMENT AND DEVELOPMENT QUESTIONNAIRE FOR THE CHAIRS OF EACH GOVERNING BODY**

This Annual Self-Assessment and Development Questionnaire gives you the opportunity to assess your own performance as Chair over the last year and invites you to identify your own development priorities for the next 12 months.

Please complete and return this by the agreed date. This will be used to inform your one-to-one meeting which will be your opportunity to discuss the contribution you have made to your Governing Body, the views offered by your fellow Governing Body Members and what development you would like to do over the coming 12 months.

Following the meeting, a short summary of the discussion will be drafted and agreed with you which will cover your contribution this year, your areas for development next year and how the organisation will support you in those plans going forward.

Listed below are the contribution, skills and knowledge required of a Chair. Assess your own contribution against each in advance of your annual development meeting. Perhaps, give examples of where you have demonstrated an attribute this year and note anything you would like to do differently next year that could increase your contribution. Indicate where you would like support from the organisation to help you.

Criteria	Your assessment of your contribution in the last year	Anything you would like to do differently next year? Would you like support to do it?
<p><b>Attendance and Commitment</b> <i>This includes attendance at formal meetings, commitment to the organisation and time given to other business e.g. discussions with Governing Body Members and senior staff.</i></p>		
<p><b>Leadership of the Governing Body</b> <i>How far do you ensure that the Governing Body fulfils its leadership role e.g. the Governing Body fulfils its governance responsibilities, takes well-informed, robust decisions and is focused on the interests of its customers &amp; other service users</i></p>		
<p><b>Governing Body Meetings</b> <i>How far do you ensure that meetings are conducted effectively, agendas focused on the right things, everyone contributing to robust debate, allocating sufficient time to each item and resulting in clear collective decisions?</i></p>		
<p><b>Team Working and Governing Body Development</b> <i>This covers your contribution to the dynamics of the Governing Body as a team, ensuring it has a supportive and welcoming atmosphere, with everyone's skills valued, and keen to develop itself for the benefit of the organisation.</i></p>		

<p><b>Relations with Staff</b>  <i>This includes your performance in building relationships of trust and respect with staff while ensuring they meet the needs of the Governing Body. Also ensuring Governing Body Members have the right relationship with staff – and vice versa</i></p>		
<p><b>Ambassadorial and External Networking</b>  <i>How far have you represented or promoted the interests of the organisation externally in the last year, either formally or informally?</i></p>		
<p><b>Knowledge of the Business</b>  <i>How up to date is your knowledge of the business. Are there areas that, as Chair, where you want a better understanding or to increase your confidence?(e.g. finance, risk, governance, staff culture, customer views)</i></p>		
<p><b>Knowledge of the External Environment</b>  <i>How confident are you about the environment your organisation operates within? Are there areas that you would like to find out more about next year or improve your confidence in? (E.g. welfare reform, social enterprise, government policy, benchmarking against other organisations on how they operate)</i></p>		

Name ..... Name of Governing Body ..... Date.....

## **Annex C: CHAIR DEVELOPMENT FEEDBACK QUESTIONNAIRE**

This Annual Chair Development Feedback Questionnaire gives you the opportunity to provide feedback to the Chair on their contribution to the performance of the Governing Body over the last year. It asks you to identify where the Chair brings particular strengths to the Governing Body and also how you think they can best help the Governing Body develop further in the next 12 months.

Being Chair is a challenging role and so the final section asks you to consider whether there is anything you would like to do over the next year to support the Chair in their role.

Please complete and return this questionnaire by the agreed date. All feedback will be collated and the main themes will be discussed with the Chair during their one-to-one meeting. The views of individual Governing Body Members will not be disclosed.

Listed below are the contribution, skills and knowledge required of a Chair. Please provide feedback on the Chair's strengths in each area and also what you think it would be most useful for the Chair to focus on and develop next year in order to support the Governing Body's development.

Criteria	The Chair's strengths in this area	Anything you would like the Chair to focus on and develop next year to support the Governing Body's development?
<p><b>Attendance and Commitment</b>  <i>This includes attendance at formal meetings, commitment to the organisation and time given to other business e.g. discussions with Governing Body Members and senior staff.</i></p>		
<p><b>Leadership of the Management Governing Body</b>  <i>How far does the Chair ensure that the Governing Body fulfils its leadership role e.g. the Governing Body fulfils its governance responsibilities, takes well informed, robust decisions and is focused on the interests of its customers &amp; service users</i></p>		
<p><b>Governing Body Meetings</b>  <i>How far does the Chair ensure that meetings are conducted effectively, agendas focused on the right things, everyone contributing to robust debate, allocating sufficient time to each item and resulting in clear collective decisions?</i></p>		
<p><b>Team Working and Governing Body Development</b>  <i>This covers the Chair's contribution to the dynamics of the Governing Body as a team, ensuring it has a supportive and welcoming atmosphere, with everyone's skills valued and keen to develop itself for the benefit of the organisation.</i></p>		

<p><b>Relations with Staff</b>  <i>This includes the Chair's contribution to building relationships of trust and respect with staff while ensuring they meet the needs of the Governing Body. Also ensuring Governing Body Members have the right relationship with staff – and vice versa</i></p>		
<p><b>Ambassadorial and External Networking</b>  <i>How far has the Chair represented or promoted the interests of the organisation externally in the last year, either formally or informally?</i></p>		
<p><b>Knowledge of the Business</b>  <i>How up to date is the Chair's knowledge of the business. (e.g. finance, risk, governance, staff culture, customer views)</i></p>		
<p><b>Knowledge of the External Environment</b>  <i>How confident is the Chair about the environment your organisation operates within? (E.g. welfare reform, social enterprise, government policy, benchmarking against other organisations on how they operate)</i></p>		
<p><b>Being Chair of our Governing Body is a challenging role. Is there anything you can do to support the Chair in their role over the next year?</b></p>		

Member (signed) ..... Name of Governing Body ..... Date .....

**Annex D: ASSESSMENT OF A MEMBER WHO HAS BEEN ON THE GOVERNING BODY CONTINUOUSLY FOR 9 OR MORE YEARS**

The SHR Regulatory Standards require that every RSL 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 this 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.’*

This standard applies to all organisations within The Ferguslie Group. This proforma should be completed by the Chair (or Vice Chair/Parent board member where appropriate) and tabled at the relevant meeting of the Governing Body, inviting the Governing Body to take a decision on

- i. whether the member concerned should remain on the Governing Body for a further year
- ii. what action is required by the organisation to encourage others to succeed this individual in due course

In the case of the subsidiary, this decision will require approval by the parent Board.

Name of Member ..... Years of continuous Membership of the Governing Body .....

**Evidence that the member remains able to be objective and to provide independent challenge –**

**Actions recommended to encourage others to succeed this member –**

Chair /Vice Chair/Parent board member (signed) ..... Name of Governing Body..... Date .....



**Annex E: RECORD OF GOVERNING BODY MEMBER ANNUAL DEVELOPMENT MEETING**

<p>This is a summary of the Annual Development meeting held on .....</p>
<p><b>A. YOUR CONTRIBUTION LAST YEAR</b> We discussed the contribution you made to the Governing Body last year, noting the following strengths -</p>
<p><b>B. YOUR DEVELOPMENT PRIORITIES FOR NEXT YEAR</b> We agreed the following areas that you want to develop over the next year -</p>
<p>The organisation will support your development goals next year by -</p>

Chair (signed)..... Member (signed) ..... Independent\* (signed) .....Date .....

Name of Governing Body.....

*\* where relevant*

## **Annex F: AGENDA FOR ONE-TO-ONE MEETING**

The agenda for the one-to-one meetings is likely to vary from year to year to reflect the priorities of each organisation and the Group as a whole, but will typically include:

1. What have you most enjoyed in your role as a Governing Body Member over the past 12 months?
2. What have you least enjoyed?
3. Have you reached your 9 year tenure, and if so, how will you continue to be objective and bring independent challenge?
4. What are the main changes you want to make next year to your contribution, skills or knowledge? E.g.
  - Do you want to be involved in other committees or activities?
  - Do you want to help with team building e.g. mentoring new members?
  - Do you want to make more contribution in meetings, or in some area of our business?
  - Do you want to become more confident in your role as a member of the Governing Body?
  - Do you want to find out more about an aspect of the organisation, the Group, or its external environment?
  - Do you want to be considered for the role of chair or vice chair in the future?
5. What are your personal development priorities for the next 12 months? How will you develop your skills, knowledge and contribution over the next 12 months?
6. What support will you need from the organisation – e.g. do you need the organisation to do something different or to organise something for you?

