

Open Board Meetings - Observers Code of Conduct

1. Introduction & Purpose

- 1.1 The purpose of this Code of Conduct is to provide a set of guidelines for those, who are not Board members or Network Homes Executive members, who want to observe Network Homes Board meetings or raise questions/comments on the business of those meetings.
- 1.2 Network Homes is committed to strengthening our residents' trust in us by providing information by default, wherever possible, and increasing awareness among residents about opportunities to get involved and to have a say in how Network operates as well as in the decisions it makes as an organisation. We are actively seeking ways to ensure that our Board and decision-making bodies have access to and insight into the views and needs of the organisation's residents, stakeholders, and future customers, and uses this information to inform decisions where appropriate.
- 1.3 Opening our Board meetings is a key means by which we will achieve this aim. We want to give our people the opportunity to have their views heard and their questions answered when it is relevant to decision making. We also want to strengthen the relationship of trust that we have with our residents. By inviting people to observe our meetings, we will take account of our actions and decisions and ask those attending to do the same, respecting the business of a Board meeting and the processes that must be followed.
- 1.4 Network Homes is a Community Benefit Society which functions for the charitable purpose providing and maintaining affordable housing and other housing and community activities. The Network Homes Board is the most senior decision-making body within the Network Homes Group, tasked with ensuring Network's prosperity by collectively directing the entity's affairs, while meeting the appropriate interests of its relevant stakeholders. Board meetings are a legal requirement and the forum by which the Board will take most of its' decisions to determine the future of Network Homes and its' activities. Board meetings therefore follow a formal procedure and all its' voting members must act in accordance with their binding contractual terms and policies. To not do so could risk their being struck off as a Director which can have personal consequences.
- 1.5 To seek to establish our strategic aim of strengthening our residents trust in us, two Board meetings every year (in May and November) will be opened up to any member of the public to either attend (remotely via Microsoft Teams) or ask questions / make comments in advance in relation to the subject matter of that meeting.
- 1.6 At these meetings there may still be matters to be discussed that are confidential or commercially sensitive and to disclose their contents to anyone outside of the contracted Board members or Executive staff could place those Directors, Network Homes or its' residents at risk. There are therefore to be two parts to these 'open meetings' – Part 1, the non-confidential part at which people may observe and Part 2, the confidential part, at which only the contracted Board members and Executive may attend.
- 1.7 All observers are required to follow this Code of Conduct when seeking to attend, asking questions or comments at a Network Homes Board meeting. Please read this carefully and ask about anything that you do not understand.

- 1.8 Behaviour by any observers which breaks this Code of Conduct will result in them being asked to leave the meeting. Any observer asked to leave a meeting will not be permitted to attend another.

2. Process by which any comments/questions may be raised

- 2.1 The draft agenda for the May & November Board meetings will be published up to 8 weeks and no less than 4 weeks before each Board meeting. The forward plan for the whole years' meetings will also be published so as to provide visibility of the planned standing items for the meetings coming forward. Should it be necessary, due to business matters arising, the agenda may be changed up to the date of the meeting itself, but where this happens and a question or comment has been asked by a customer, that question/comment will be retained for referencing when that item subsequently returns.
- 2.2 Any observer may submit a question or comment in relation to the subject matter of that meeting agenda up to 2 weeks before the date of the Board meeting. All comments/questions should be submitted via a registration form on our website. It should specify:
- 2.2.1 who is submitting the question/comment.
 - 2.2.2 the Network property address their matter relates to or their own Network property address should they be a resident;
 - 2.2.3 what the question or comment is;
 - 2.2.4 to which item on the agenda the matter relates;
 - 2.2.5 the details of any Network officer they have discussed the matter with to date (as relevant and so as to ensure we can review what may have been stated previously);
 - 2.2.6 if relevant, what solution or answer they are hoping to achieve or consider appropriate in the circumstances.
- 2.3 Upon receipt, the company secretariat will consider whether the comment/question is appropriate for inclusion in the Board meeting proceedings. If any information is withheld so as not to satisfy the above, the comment/question may be rejected.
- 2.4 Any comments or questions that are considered by Network Homes to be offensive, inappropriate, or contain any information that may put at risk any complaint, legal or other established process will not be recognised or accepted.
- 2.5 Questions / comments that are accepted will be collated and presented at the start of the Board meeting, after the meeting has been opened, attendees welcomed and introduced, and any apologies or declarations from Board members noted. If the individual that has raised the question or comment is observing the meeting, they may be invited to read out their comment or question noting to which item on the agenda the matter relates. If they are not in attendance, the question / comment will be read out on their behalf referencing who has asked it and any other relevant information.
- 2.6 All questions/comments will be read out at the start of the meeting, after the meeting has been welcomed, attendees introduced, apologies noted, and declarations of interest made. 10 minutes will be allocated at each meeting; any questions/comments arising in excess of that time slot may be held until the next meeting for consideration. Where the item relates to the item on the agenda, this will be noted contemporaneously and when that matter is considered by the Board, the comment/question will be recognised (through the papers shared with Board members or verbally at the meeting) so as to ensure the Board has regard to it in their discussion or decision making.

- 2.7 All questions/comments which warrant a response will also be responded to in writing after the meeting.

3. Process by which you may attend a Board meeting

- 3.1 Board meetings take place on the final Tuesday of the month in May and November from 5pm. The length of the meeting is not known until the final agenda has been agreed. Board meeting may go over their estimated time due to the subject matter or discussions arising at that meeting. If there is a need for a confidential part of the meeting, the non-confidential open meeting will take place in accordance with the agenda whereupon all observers will be asked to depart.
- 3.2 You may register your attendance for our open Board meetings by completing a registration form on our website up to two weeks before the date of the Board meeting. All requests must:
- Confirm your full name and telephone number/email address.
 - Set out the reasons for wanting to observe in order for that request to have been validly made.
 - Specify if you have an interest in any of the items on the agenda.
 - Specify if you have any questions or comments to be considered in relation to the agenda item(s). All questions / comments to be made should follow the process set out in section 2 above, through prior submission in keeping with a request to observe.
- 3.3 Network Homes may refuse an application to observe if it can reasonably be shown that the purpose of anyone applying to attend is to disrupt, undermine or otherwise interfere with the proper decision making and processes of Network Homes. Similarly, any attendee refusing to introduce themselves disclose an interest, or provide a valid reason for wanting to attend may also be refused.
- 3.4 Observers appearing under the influence of alcohol or illegal drugs/substances, causing disruption or obstructing the conduct of business, will be asked to leave the meeting immediately and will not be permitted to attend another.
- 3.5 At the start of the meeting, dependent upon the number of observers, all attending will be invited to introduce themselves. In keeping with the spirit of strengthening trust, all attendees are expected to have their camera's on when introducing themselves and/or asking their question or making their comment. Thereafter, all observers are asked to switch off their cameras and stay 'muted' so as not to disrupt the meeting.
- 3.3 Observers will:
- Have been accepted and had their attendance as an observer confirmed in order for them to join the meeting.
 - Have their full name and telephone number or email showing when they join and throughout the meeting so that we can be assured that only those who have been invited are attending the meeting.
 - Have access to the agenda for the meeting through the published website version but no other papers necessarily considered by the Board members.
 - Give their apologies to Network Homes and the chair if they become unable to attend the meeting with at least two working days prior notice, where possible.
 - Arrive on time to enable meetings to start promptly. Any observer arriving late for a meeting will not be permitted to join the meeting.

- Observe and not participate in the meeting; no observer will be able to vote on any matter during the meeting.
 - Remain muted throughout the meeting unless invited to speak by the Chair and therefore also not shout, use abusive language or other threatening or intimidating behaviour.
 - Treat everyone (employees, Board members, invited guests and observers alike) with consideration and respect their contributions to meetings.
 - Agree to leave the meeting at the end of the non-confidential 'open' part of the meeting or sooner should they be asked to do so by the Chair in accordance with this Code of Conduct.
 - Not record the meeting, recognising that there will be a summary of the meeting business and decisions shared after the meeting and recording the meeting may interfere with the natural discussions of the Board members legally required to vote at these meetings.
- 3.6 Where someone makes a comment in advance which is rejected in accordance with this policy but then / also applies to observe a meeting, it is at the complete discretion of the Network Homes Board whether that person is allowed to observe the meeting.
- 3.7 Should an excessive number of applicants seek to observe a meeting, Network Homes reserves the right to limit the number of people observing. Any applicant who is accepted to attend but unable to attend the meeting they have applied for, will be held on a 'waiting list' and invited to attend the next open meeting.

4. Raising specific issues

- 4.1 Observers are reminded that they should not raise issues relating to their specific tenancy at the meetings, all matters for consideration having been raised via the relevant department within Network Homes and escalated through the Network Homes Complaints Policy if necessary.

5. Equality and diversity

- 5.1 Observers must be fully committed to the principles of equality and diversity and agree to:
- Accept that the Board works for the benefit of all its stakeholders regardless of location, gender, race and ethnicity, nationality, disability, age, sexuality, their lifestyle choices, or tenure type.
 - Understand the duties and responsibilities of the Network Homes Board as a collective and its duty to monitor and tackle inequality and promote diversity.
 - Be aware of their individual responsibility for ensuring that the principles of equality and diversity are evident in their behaviour when observing panel meetings.
- 5.2 No observer will discriminate on any grounds against any member of the Board, Network Homes staff, or public nor use discriminatory language, derogatory or personal remarks.