

# THE CO-OPERATIVE HOUSING PROGRAM GOVERNANCE

## FACT SHEET 2 OF 4



CEHL is registered Housing Association and not-for-profit charitable organisation, limited by shares. It acts as the manager of the Co-operative Housing Program within the constraints of Corporations Law, it's funding agreements with government departments, the Housing Act 1983 (the Act), the Program Principles and the policy directions of its Board of Directors.

The Board of CEHL has ultimate responsibility for the management and control of CEHL's business and affairs in accordance with the CEHL Constitution. Governance of the Program provides the structure through which the objectives of the company are set, the means of attaining those objectives and monitoring performance is determined.

## CEHL Shareholders

Member co-operatives are shareholders of CEHL and have the right to nominate and elect co-op members to the CEHL Board. [The CEHL Constitution](#) gives each shareholder (member co-operative) the right to make a single vote on any special resolutions proposed in a General Meeting of the board.

Consultation with member co-ops in Program decisions is embedded in the Co-op/CEHL Agreement and the [Program Principles](#). This is achieved through committees, advisory groups and opportunities for involvement.

## CEHL Board

The Board of CEHL has ultimate responsibility for the management and control of CEHL's business and affairs in accordance with the CEHL constitution.

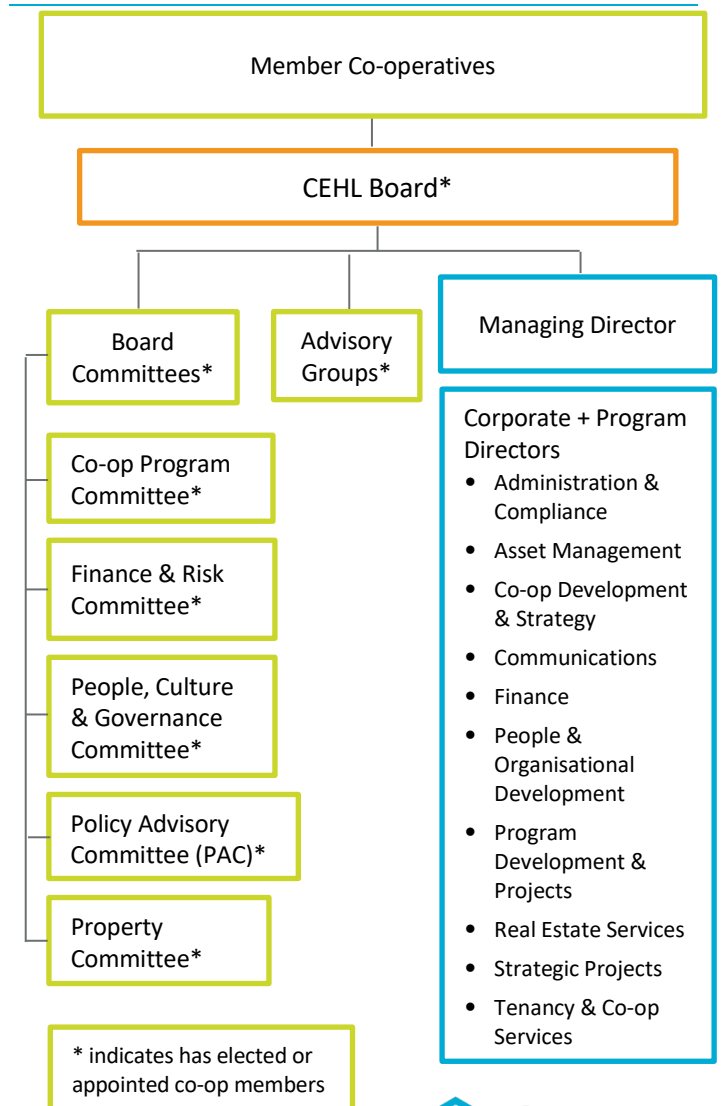
The Board formally delegates management of CEHL and the Program to the Managing Director.

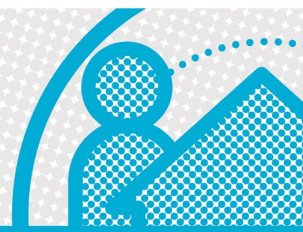
The CEHL Board has a unique structure.

Five of the eleven directors are elected from within the co-op community by member co-ops. They then appoint five board members to provide specific expertise to the board as well as appoint the CEHL Managing Director.

One of the co-op elected directors is voted as Chair, by the board.

## Structure





## Duties of Board Directors

- To act in accordance with company law
- To act in the best interests of CEHL and the Program
  - To ensure the financial viability of CEHL
  - Ensuring decisions are aligned with Program Principles
- To ensure CEHL complies with all relevant laws and regulations
- To submit all accounts for annual audit
- To provide an annual report to shareholders
- To declare any personal or individual co-op interests

## Strategic Planning

CEHL conducts regular and extensive planning to ensure that our actions work to achieve the purpose and goals of the Program.

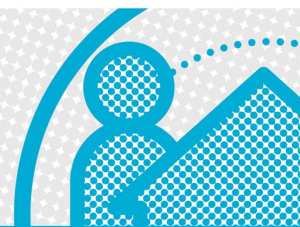


BOARD COMMITTEE	MEMBERS
<ul style="list-style-type: none"> <li>• <b>Property Committee</b></li> <li>• <b>Finance &amp; Risk Committee</b></li> <li>• <b>People, Culture &amp; Governance Committee</b></li> </ul>	<ul style="list-style-type: none"> <li>• Elected Board Director</li> <li>• Appointed Board Director</li> <li>• Independent member</li> <li>• Relevant CEHL employees</li> </ul>
<ul style="list-style-type: none"> <li>• <b>Policy Advisory Committee (PAC)</b></li> </ul>	<ul style="list-style-type: none"> <li>• Co-op members (<i>endorsed by regions</i>)</li> <li>• Elected Board Director</li> <li>• Appointed Board Director</li> <li>• Independent member</li> <li>• Relevant CEHL employees</li> </ul>
<ul style="list-style-type: none"> <li>• <b>Co-op Program Committee</b></li> </ul>	<ul style="list-style-type: none"> <li>• Co-op members (<i>appointed by the Board</i>)</li> <li>• Independent Chair</li> <li>• Independent technical expert advisors</li> </ul>
ADVISORY GROUPS	MEMBERS
<ul style="list-style-type: none"> <li>• <b>Fixed-term single-issue groups eg: Principles, Rent Model</b></li> </ul>	<ul style="list-style-type: none"> <li>• Co-op members (appointed by the Board)</li> <li>• Independent Chair</li> <li>• Independent technical advisors</li> </ul>

## Co-op input and influence

Member co-ops are the key drivers of our purpose and Program Direction.

The CEHL Board are committed to achieving a 'Co-op Led Program' offering opportunities for co-op involvement in Program Direction and decision making through committees and advisory groups.



## Board approval

The following is a summary of items the Board approves:

<b>PROGRAM</b>	<ul style="list-style-type: none"> <li>• Program Framework</li> <li>• Program Policies</li> <li>• Program Engagement</li> <li>• Program Direction</li> </ul>
<b>FINANCE AND RISK</b>	<ul style="list-style-type: none"> <li>• Annual budget and reforecasts</li> <li>• Audited annual accounts</li> </ul> <p>Key policies:</p> <ul style="list-style-type: none"> <li>• Treasury management policy</li> <li>• Interest rate risk management</li> <li>• Financial instruments</li> <li>• Enterprise risk management policies and systems</li> <li>• Risk appetite statement</li> </ul>
<b>PROPERTY</b>	<p>Key strategies and plans:</p> <ul style="list-style-type: none"> <li>• Asset management</li> <li>• Property acquisition</li> <li>• Property development</li> <li>• Property disposal</li> <li>• Inspections</li> <li>• Renewals</li> <li>• Maintenance</li> </ul>
<b>EMPLOYEES</b>	<ul style="list-style-type: none"> <li>• Appoint Managing Director</li> <li>• Set principles and parameters for employment conditions and Enterprise Agreement</li> </ul>

## Accountability

The conduct of the organisation and its activities are highly regulated and must comply with:

- Australian Charities & Not-for-profits Commission (ACNC)
- The Corporations Act
- The Housing Act
- The Residential Tenancies Act (RTA)
- The Victorian Housing Registrar Performance Standards for Housing Associations
- The Victorian Housing Register
- Governance Standards
- Employment laws
- Funding contracts
- Workplace Safety laws

CEHL provides regular reports to:

- Shareholder co-ops eg: Annual Report shared at the Annual General Meeting (AGM)
- The Department of Health and Human Services
- The Office of the Housing Registrar
- The Victorian Housing Register
- Australian Charities and Not-for-profits Commission



### MORE INFORMATION

For a complete understanding of the CEHL Co-operative Housing Program also read the following Fact Sheets:

- + [Program Summary](#)
- + [Program Framework](#)
- + [Program Influence](#)