



## Shareholding Membership Policy

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Department:

Organisation

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Author:

CEO

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## **1. INTRODUCTION**

- 1.1 Hill Homes has adopted the National Housing Federation's Code of Governance and reviews its policy for admission to shareholding membership every three years.
- 1.2 Shareholders are bound by Hill Homes' Rules which set out the obligations on shareholders, the nature of the shares, and the procedure to be followed for admission of shareholders. The Rules also cover circumstances where shareholding is cancelled or refused, for example if the shareholder dies or becomes bankrupt, or if they are employed by Hill Homes.
- 1.3 Shareholders are invited to attend the annual general meeting and any other special general meeting of the Association.

## **2 DEFINITIONS**

- 2.1 **"Board member"** means a member of the Board of Hill Homes Housing Association.
- 2.2 **"Tenant"** means a person who alone or jointly with others holds a tenancy, lease, or licence to occupy the Association's premises for residential use.
- 2.3 **"Shareholder"** means a person or body whose name and address are entered in the register of shareholders.
- 2.4 **"Stakeholder"** means anyone who has an interest in our business, for example a funder, local authority, Member of Parliament, or health trust.
- 2.5 **"Rules"** means the rules of Hill Homes Housing Association.

## **3 AIMS AND OBJECTIVES**

- 3.1 The aim of this policy is to set out clearly the Board's policy on shareholding membership.
- 3.2 This policy is applicable to all people who are interested in becoming a shareholder.

## **4 POLICY STATEMENT**

- 4.1 All applications for shareholding membership are considered by the Board, which has absolute discretion in determining whether to accept or reject any application.
- 4.2 Being a shareholder of Hill Homes is an expression of identification with the vision, values and aims of the Association. Shareholders agree to be bound by the obligations on them as set out in the Rules of the Association and to act at all times in the best interests of the Association and for the benefit of the community as guardians of the objects of the Association.

4.3 Shareholders of the Association have ultimate voting control. Their function at the Annual General Meeting is to receive the Annual Report, appoint the auditor, elect Board members and to transact any other general business of the Association included in the notice convening the meeting or that of any other special general meeting called.

4.4 Interested candidates may apply in writing to the Secretary setting out their reasons for applying and how they meet any criteria set by the Association's policies and, if successful in their application, a share for the sum of £1 must be purchased for which a Share Certificate will be issued and their named entered in the Share Register, which is open to public inspection.

4.5 Shareholding membership is not open to:

- Anyone aged under 18
- Anyone who has previously been expelled from shareholding membership
- An employee of the Association or an employee of any other group member
- Anyone who has been removed by the Board from being a Board Member
- Any person who has been declared incapable of exercising their rights as a shareholder by a medical practitioner

4.6 No shareholder can hold more than one share. Each share carries one vote.

4.7 The £1 purchase price for the Association's Share Certificate is non-refundable.

4.8 Every year, in advance of the Annual General Meeting, the Secretary writes to existing shareholders to invite nominations for Board Members. Candidates must be nominated by at least two shareholders.

4.9 A Board Member retains their shareholding when they cease to be a member of the Board unless they withdraw from the Association by providing written notice to the Secretary.

4.10 A shareholding is cancelled with immediate effect if a shareholder has not attended in person, appointed a proxy nor delivered in advance written apologies for two consecutive Annual General Meetings of the Association.

## **5 LEGISLATION, REGULATION AND GUIDANCE**

The following legislation, regulation and guidance contributes to Hill Homes' shareholder membership policy:

5.1 Rules of Hill Homes Housing Association

5.2 National Housing Federation's Code of Governance "Promoting Board Excellence for Housing Associations" – February 2015.

## **6 CONFIDENTIALITY**

6.1 Under the Data Protection Act 2018 and the Human Rights Act 1998 all personal and sensitive organisational information is treated as confidential, including:

- anything of a personal nature, that is not a matter of public record
- sensitive organisational information

6.2 Hill Homes' Share Register is open to public inspection on request.

## **7 MONITORING AND REPORTING**

7.1 The Secretary maintains a Share Register which is held at the Registered Office

7.2 This Policy should be considered by the Board at least every 3 years, in line with the requirement in the NHF Code of Governance to regularly review the policy.