



CONSTITUTION

1 INTRODUCTION

- 1.1 "The Housing Internal Audit Forum" ("The Forum") is the collective name adopted by a group of persons who aim to meet together and communicate by various means in order to promote their mutual interest in the subject of internal audit in Registered Providers such as housing associations, former housing associations, local authorities, arms length management organisations and similar housing providers. For the purpose of administrating their meeting and working together they resolved at a general meeting of members held on 23 September 1992 to adopt the following paragraphs as a Constitution (amended as approved at later Annual General Meetings).
- 1.2 The Forum is an unincorporated association without charitable status and cannot therefore contract in its own name. All transactions entered into and properly held on behalf of the Forum have to be undertaken by elected committee members in their own names.
- 1.3 The address for correspondence with the Forum shall be the business or home address of a specified Committee member.

2 OUR MISSION

- 2.1 To be a beacon for best practice in internal auditing in Registered Providers such as former housing associations, local authorities, arms length management organisations and similar housing providers.

3 OUR VISION AND OBJECTIVES

- 3.1 The Housing Internal Audit Forum will promote internal audit best practice in risk management, internal controls assurance and governance within Registered Providers such as former housing associations, local authorities, arms length management organisations and similar housing providers by:
 - creating and maintaining a centre of excellence in social housing internal audit matters.
 - helping internal audit professionals develop their skills and knowledge.
 - providing a platform for consultation and liaison.
 - promoting the role of internal audit and influencing assurance related policy in social housing.



4 MEMBERSHIP

4.1 Types of membership.

The following types of membership are available upon payment of the appropriate subscription:

- Corporate Membership. This is appropriate for external providers of services to more than one Registered Provider and a higher fee is charged. It provides entitlement for up to three named individuals to attend meetings and receive the benefits of membership. An additional benefit currently available is the option for the Corporate Member to promote its services free of charge on the HIAF website.
- Large Registered Provider Membership. This is for Registered Providers with responsibility for 12,501 or more units and attracts the large Registered Provider fee. It provides entitlement for up to three named individuals to attend meetings and receive the benefits of membership.
- Standard Registered Provider Membership. This is for Registered Providers with responsibility for 7,501 to 12,500 units and attracts the standard Registered Provider fee. It provides entitlement for up to three named individuals to attend meetings and receive the benefits of membership.
- Medium Registered Provider Membership. This is for Registered Providers with responsibility for 2,001 to 7,500 units and attracts the medium Registered Provider fee. It provides entitlement for up to three named individuals to attend meetings and receive the benefits of membership.
- Small Registered Provider Membership. This is for Registered Providers with responsibility for less than 2,001 units and attracts a small Register Provider fee. It provides entitlement for one named individual to attend meetings and receive the benefits of membership.
- Affiliate Membership. This is available to trade bodies, professional bodies, Government representatives and regulators, and other interested parties, including individuals, at the standard fee, subject to receiving appropriate approval (see below). It provides entitlement for up to three named individuals to attend meetings and receive the benefits of membership.
- Associate Membership. This is for Registered Providers and interested parties and, for a limited period, determined by the Executive and with the agreement of the members, attracts no fee. It provides entitlement for named individuals to receive the benefits of membership, except that attendance at meetings will incur a nominal fee to cover costs and will be subject to availability.

The purpose of associate membership is two-fold, to encourage full membership through the experience of trial membership and to meet the Forum's objectives of creating excellence,



developing skills, encouraging liaison, promoting and influencing internal audit activity in the sector.

4.2 Additional Members

All types of membership have the option to nominate additional named individuals for which an additional fee will be chargeable per person.

4.3 Membership Approval

Requests for Corporate, Large, Standard, Medium and Small RP membership must be made in writing on the standard application form and, provided the criteria for eligibility are met will normally be approved automatically.

Affiliate membership of the Forum is possible for interested parties subject to membership being first approved at a general meeting at which over two thirds of those being present and voting agree.

Honorary affiliate membership may be granted to an individual upon the recommendation of the Executive Committee and approval of the membership.

Any request for additional representatives of the Member to attend must be made in writing and approved by the Chair on behalf of the Executive Committee.

4.4 Primary Representative

The Member will be required to nominate a named contact as the primary representative to whom lead correspondence will be addressed.

4.5 Voting Rights

Corporate, large, standard, medium, and small Registered Provider memberships will be entitled to one vote per membership.

4.6 Consortium Arrangements

Where Registered Providers obtain internal audit through a consortium arrangement, the lead association is the only association required to register as a member, pay joining and subscription fees and provide a named primary representative. This does not preclude other Registered Provider's within the consortium becoming members in their own right.

4.7 Payment of Fees

The membership subscription shall be payable annually in advance at levels agreed by members for the following year at each Annual General Meeting.



Membership of the Forum shall cease if the member withdraws from membership or fails to pay an annual subscription within three months of a subscription fee payment request having been sent to their last known address.

5 DUTIES OF REPRESENTATIVES

- 5.1 To treat the business of the Forum as confidential.
- 5.2 To promote and uphold the work of the Forum at all times.
- 5.3 Not to claim to represent the Forum without the permission of the Executive Committee.
- 5.4 To advise the Chair, at the earliest opportunity, concerning any matters of importance of which they become aware and which arise from or could affect the work of the Forum.
- 5.5 Failure to comply with the above may result in a representative being investigated by the Executive Committee who will recommend an appropriate course of action, which could involve expulsion.

6 MEETINGS OF REPRESENTATIVES

- 6.1 The Forum shall within five calendar months of close of each financial year hold a meeting of members which shall be called the Annual General Meeting.
- 6.2 The functions of the Annual General Meeting shall be to:
 - Receive the independently examined revenue account and balance sheet of the last financial year;
 - Authorise the Executive Committee to appoint an independent registered auditor for the current financial year who shall not be a Member of the Executive Committee;
 - Agree subscription for the next financial year subject to future requirements and the prevailing rate of VAT;
 - Elect from among the representatives a Chair to serve for two years;
 - Elect from among the representatives a Treasurer to serve for two years;
 - Elect any other officers which the meeting may decide are required;
 - Those elected will constitute the Executive Committee;



- Where an unconstitutional Committee is nominated (see 7.2), the Chair will resolve the situation before the Annual General Meeting;
- Transact any other business included in the notice convening the meeting.

7 PROCEEDINGS AT MEETINGS

- 7.1 No business shall be transacted at a general meeting unless a quorum of representatives is present. Ten representatives shall form a quorum.
- 7.2 The Chair shall preside at all general meetings or if the Chair is not present or present but unwilling to act, another member of the Executive Committee shall preside. If no members of the Executive Committee are present the representatives present shall elect a Chair for the meeting.
- 7.3 A resolution put to a vote at a general meeting shall be decided upon a show of hands. In the case of an equality of votes the Chair of the meeting shall have a second or casting vote. Each member shall have only one vote regardless of how many representatives are in attendance.
- 7.4 The chair shall have discretion to arrange for a decision to be taken by a ballot of all members.

8 COMMITTEE

- 8.1 The Forum shall have an Executive Committee ("the Committee") which shall manage the business of the Forum and report to each general meeting any significant business transacted since their last meeting.
- 8.2 The Committee shall consist of the Chair, the Treasurer and any other office holders appointed by the Annual General Meeting.
- 8.3 The policy of the Forum is that members of the Committee shall hold the same office for no more than six consecutive years, but this arrangement may be varied with the approval of an annual general meeting, particularly in the interest of continuity.
- 8.4 If a member of the Committee retires from office at a time other than that of an Annual General Meeting, the vacancy may be filled until the next Annual General Meeting by a representative approved by the Committee and confirmed by the next general meeting.



9 FINANCIAL MANAGEMENT

- 9.1 The funds of the Forum shall be invested in one or more readily accessible interest bearing account(s), the use of which has been approved by resolution of the Committee, except insofar as they are required for the purposes of maintaining a credit balance on any current bank account of the Forum.
- 9.2 An annual financial budget shall be presented by the Treasurer to the Annual General Meeting.
- 9.3 The financial year of the forum shall run from 1 June to 31 May.
- 9.4 The forum shall aim to remain solvent at all times. In the event that debts and other liabilities exceed assets members will be informed to the earliest opportunity and a recovery plan devised.

10 MINUTES

- 10.1 Minutes of each seminar and each meeting of the Executive Committee shall be kept, presented to their respective next meetings, amended if necessary and agreed by those present. The Chair of the meeting shall sign the minutes as conclusive evidence of any fact stated therein.

11 AMENDMENT OF CONSTITUTION

- 11.1 Any part of this Constitution may be amended, rescinded or added to by a resolution, passed by 75% or more of those voting, at a meeting of representatives of which written notice has been given specifying the intention to propose such a change.

12 DISSOLUTION

- 12.1 The Forum may be dissolved by the written consent of 75% of the members.
- 12.2 On the discussion of the Forum and after the satisfaction of all its debts and liabilities, any remaining monies shall be distributed equally between associations being current members at the date of the decision to dissolve the Forum.
- 12.3 If the level of any remaining monies equates to less than £10 per member, the Executive Committee may select an appropriate organisation, for example a housing charity, to dispose of the residual funds to.

Approved at AGM 22 September 2010