



Proposed Change to our Constitution – An Information Leaflet for our Members/Tenants

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Rosehill is looking to make changes to its Constitution

Rosehill is currently a fully mutual housing co-operative. This means that membership of Rosehill is only open to its tenants and all tenants must be members before they can enter into a tenancy agreement with us.

Rosehill wishes to change from a fully mutual housing co-operative to a charitable registered housing association. If we make this change, we would become Rosehill Housing Association Limited. This change to our constitution will not affect your tenancy either now or in the future.

Why does Rosehill want to do this?

Over the last few years, we have found it increasingly challenging to recruit people to our Management Committee. As the only people who can be members of Rosehill are our tenants, this means that our recruitment pool for the Management Committee is our tenant base. If we don't have enough people to form the Committee, the future of Rosehill, in its current form, could be weakened.

The landscape which Committees operate within has changed over the years. Committees no longer consider operational matters, their focus is more strategic and key objectives relate to governance, compliance and assurance and regulation. Against this backdrop, the role of a Committee Member has become less attractive to tenants.

We want to change to a charitable registered housing association as this will allow our membership to be opened up to others who are interested in Rosehill's work. Membership would be open to:

- Tenants
- Service Users
- Other persons who would support the objects of Rosehill

By opening up our membership this would help to strengthen the membership of the Committee in terms of numbers and skills.

There are also other benefits to becoming a charitable registered housing association. These include:

- Exemption of Corporation Tax for charitable activities. This would be a saving in our costs which is important at a time when we are trying to reduce our costs and achieve better value for money. The money we would save could be put to better use in terms of services to tenants;
- Access to various funding sources. Being a charitable association may enable us to access different funding streams to provide initiatives that would support our tenants.

What happens to my current Membership of Rosehill?

If we change to a charitable housing association your current membership will simply transfer over. However, if you wish to cancel your membership you can and still remain a tenant of Rosehill, as membership would be optional.

Are there any other differences to Membership under a Charitable Registered Housing Association?

Apart from the fact that membership would be opened up to others, there are a few other differences...

- There can be more than one member per household (must be aged 16 or over). Currently under the fully mutual constitution, membership is restricted to one person per household and this must be the main tenant (first named tenant if there is a joint tenancy).
- Being a member would be optional for tenants. Currently under the fully mutual constitution, tenants must be members and vice versa.
- If you end your tenancy and move out of Rosehill your membership will not automatically cease as is the case under the fully mutual constitution. You can choose to remain as a member even if you are no longer a tenant.
- If you do not attend the AGM five years in a row and you haven't submitted apologies or have appointed a representative to attend and vote on your behalf by proxy, your membership will be ended and your share cancelled.
- If you change your address, you must let the Association know by writing to the Secretary at the registered office within three months. This requirement does not apply if you are a tenant of the Association and have moved home by transferring your tenancy to another property owned and managed by the Association.

Does the change in constitution affect my tenancy agreement?

Your Scottish Secure Tenancy Agreement (SSTA) will continue as normal. All tenants of social rented landlords have a SSTA regardless of whether their landlord is a local authority, a housing association or a housing co-operative.

What impact does this change in constitution have on tenant control at Rosehill?

Opening up our membership to others, does mean we can recruit non-tenants to the Management Committee. Tenant control in terms of the Management Committee has been fundamental to the management of Rosehill over the years. We would still like to see a majority of tenants serving on the Committee. To support this, we would have a new Membership Policy that clearly sets out our aim to have a tenant majority on the Committee, where possible. However, as explained under our reasons for changing our constitution it has become increasingly difficult to recruit tenants to the Committee.

We continue to look at ways we can improve tenant engagement and participation at Rosehill so tenants can share their views and be involved in driving improvements to service delivery. The Management Committee is expected to take account of what tenants think when making decisions and Rosehill will continue to consult with tenants e.g. about rent increases, services, business plan priorities etc. We have our tenants' Group – Rosehill Tenants' Voice who undertake reviews of the services we deliver and the work we do and make recommendations for implementing improvements. The group is always looking for other tenants to join.

Would Rosehill still be called Rosehill Housing Co-operative Limited?

No, if we change from being a fully mutual housing co-operative to a charitable registered housing association, we will need to change our name. We would be called Rosehill Housing Association Limited.

When would the change to Rosehill's constitution happen?

We need to undertake a range of legal procedures to enable the change to our constitution. We plan to hold a Special General Meeting (SGM) in September (on the same night as our AGM) to put a resolution to our Members to vote on the proposed change to our constitution. If the majority of members (75% of members in attendance or who have submitted a proxy) vote in favour of the constitutional change, we then need to submit the new constitution (otherwise known as the rules of the Association) and name change to the Financial Conduct Authority ("FCA") to register. The new rules and name change will be effective as of the date of registration with FCA. We also need to notify the Scottish Housing Regulator of the changes.

Following adoption at the SGM, the Office of the Scottish Charity Regulator (otherwise known as "OSCR") will also be notified at which time they will complete the processes involved to enter Rosehill Housing Association Limited on the charity register and issue a charity number.

We envisage that the processes involved will be complete by October or November 2024.

How do I find out more?

We want to ensure our members (tenants) have sufficient information to enable them to vote at the SGM in September. Therefore, we plan to hold a series of "drop-in sessions" at our office over late Spring, early Summer to enable members (tenants) to come in and ask any questions they may have about the proposed change to our constitution. We will hold the sessions at different times, mornings, afternoons and evenings to allow as many people as possible to come in and speak to us. The sessions will be attended by our Director and at least one of our Committee Members. In addition, we will offer the choice of attending the sessions in-person or virtually.

In the meantime, if you have any specific questions, you can contact us by:

- Phoning the office on 0141 881 0595
- Emailing us – admin@rosehillhousing.co.uk
- Contact us through our [website](#) or [Facebook](#)
- Requesting an appointment (using one of the above methods) to come in and speak to our Director, Geri Mogan.

Please note that all enquiries will be passed to our Director to deal with.