

Board Members' **Handbook 2026**



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Paul Delaney, Silverbrook, Offaly

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Introduction

Good governance is crucial to any well-managed organisation and enables Co-operative Housing Ireland to operate effectively, manage risk and maintain trust.

This Handbook supports Co-operative Housing Ireland's strategy to become a leader in governance best practice. It has been developed as a resource for new Board members to read as part of their induction process but is also useful for all Board members.

It is a key part of the suite of governance resources developed for Co-operative Housing Ireland's Board members, which also includes information on our website and a library of relevant documentation in Co-operative Housing Ireland's Board portal (BoardEffect) available to all Board members.

This Handbook will be a living document and, together with its individual components, will be subject to regular review and adjustment as necessary.

The Handbook documents the legal obligations of the Board and is a key source of reference about the Society's formation, legal status and mission as the national representative, promotion, information, training and development body serving the co-operative housing movement.

If you have any comments/suggestions, please get in touch with our Governance Manager Tina Hynes at tina.hynes@cooperativehousing.ie.





Who We Are

Co-operative Housing Ireland was established in 1973 as the national federation for the co-operative housing movement in Ireland. Our main work is in the provision of social rented housing to our Member Tenant households. We also provide support to any group that wants to use the co-operative model to meet their own housing needs.

As a co-operative we are a registered charity and an approved housing body owned by the members and governed by a Board of Management and its affiliated or member societies. Individual tenants are not members of Co-operative Housing Ireland; they join and democratically control their local society which, in turn, owns and controls the national organisation.

As one of the leading national voices for co-operation in Ireland we collaborate with others. We are members of the Community and Voluntary Pillar of Social Partnership and participate in numerous forums on housing and social policy. Internationally, we are members of Housing Europe and the International Co-operative Alliance, including its sector groups, Cooperatives Europe and Co-operative Housing International.

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Fuat and Juljeta, Millbank, Clare

Our Foundations

Co-operative Housing Ireland was formed as NABCO (the National Association of Building Co-operatives) in 1973 by representatives of local co-operative housing societies as a not-for-profit, federated co-operative society. It is an Industrial and Provident Society, the standard business form in Ireland for co-operatives. (Registration Number: 3174R Dublin).

The Society is jointly owned by its affiliated co-operative housing societies and is the oldest federation of housing organisations in Ireland.

Co-operative Housing Ireland is also a registered Charity (CHY number 6522). This means it has been granted charitable tax exemption by the Revenue Commissioners.

Co-operative Housing Ireland is registered with the Charities Regulator (20012182) and the Approved Housing Bodies Regulatory Body (AHBRA) (02852) which has granted it approved status.

Registered Office:

11/12 Warrington Place,
Dublin 2, DO2 E221,
Ireland

RFS Registration Number:

3174R

CHY Number:

6522

Charities Regulatory Authority Number:

20012182

AHBRA Number:

02852

Objects or Aims

The main objects or aims of Co-operative Housing Ireland are as follows (summary):

- Relief of housing needs and deprivation through the provision and management of housing for community benefit using co-operative organisational principles,
- Representation, promotion and development of the co-operative housing movement in Ireland,
- Provision of information, advice, guidance, training and other support services for housing co-operatives,
- The Society seeks to unite, represent and serve the common interests and concerns of its affiliated co-operative housing societies.

All our income is exclusively used to promote the charitable objectives of the company.

Our Structure



The organisational structure of Co-operative Housing Ireland comprises:



The affiliated co-operative housing societies or housing co-operatives as the shareholding members and joint owners of the Society.



The Board of the Society consists mainly of the elected representatives of the affiliated housing co-operatives, together with other expert members.



The Executive Directors and staff, consisting of the Chief Executive Officer, a team of directors and other staff.

About Co-operative Housing Ireland

Co-operative Housing Ireland's Vision, Mission and Values are the foundations of our work and underpin everything that we do.

Our mission, strategic plan, objectives, programmes and goals describe what we want to achieve, and our values describe how we want to go about our work.

Our Vision

Our Vision is of a society where everyone has access to housing delivered co-operatively.

Our Mission

Providing homes co-operatively to meet the needs of our communities by working in partnership:

To enable vibrant and sustainable communities

To be a voice for delivering housing co-operatively and for those in housing need

To support co-operative and other community-led housing initiatives

Our Values

Respect and professional

We treat people with professionalism and dignity.

Passion

We are enthusiastic about our work and strive to achieve excellence. We are committed to excel in service delivery.

Inclusion

We acknowledge and value differences in everyone and how these differences contribute positively to our culture and outcomes.

Sustainability

We seek innovative solutions to help promote environmental, social and financial sustainability and resilience for our organisation.

Co-operative

We collaborate to achieve our goals and foster leadership, recognising that working together allows us to achieve more.

Statement on Co-operative Identity

Section	Description
Definition	A co-operative is an autonomous association of persons united voluntarily to meet their common economic, social and cultural needs and aspirations through a jointly owned and democratically controlled enterprise.
Values	Co-operatives are based on the values of self-help, self-responsibility, democracy, equality, equity and solidarity. In the tradition of their founders, co-operative members believe in the ethical values of honesty, openness, social responsibility and caring for others.
Co-operative Principles	The co-operative principles are guidelines by which co-operatives put their values into practice.
Principles	
Voluntary and Open Membership	Co-operatives are voluntary organisations, open to anyone able to use their services and willing to accept the responsibilities of membership, without gender, social, racial, political or religious discrimination.
Democratic Member Control	Co-operatives are democratic organisations controlled by their members, who actively participate in setting policies and making decisions.
Member Economic Participation	Members contribute equitably to, and democratically control, the capital of their co-operative.
Autonomy and Independence	Co-operatives are autonomous, self-help organisations controlled by their members. If they enter into agreements with other organisations, including governments, or raise capital from external sources, they do so on terms that ensure democratic control and maintain their autonomy.
Education, Training and Information	Co-operatives provide education and training for members, elected representatives, managers and employees so they can contribute effectively. They also inform the public, particularly young people and opinion leaders, about the nature and benefits of co-operation.
Co-operation Among Co-operatives	Co-operatives strengthen the movement by working together through local, national, regional and international structures.
Concern for Community	Co-operatives work for the sustainable development of their communities through policies approved by their members.
External Membership	Co-operative Housing Ireland is a member of Housing Europe, the federation of public, social and co-operative housing providers. This body represents shared interests at European Union level and supports the exchange of knowledge and best practice across the housing sector.

Our Focus

The focus of the Society's policies, strategies and work programmes is on promoting and supporting the contribution that well organised, not-for-profit, co-operative enterprises can make towards the relief of housing needs, for the benefit of communities.

Housing co-operatives are self-help and jointly owned member/user associations or societies. They build or acquire and manage houses or apartments with various forms of tenure (rental and ownership) in response to community housing needs. The Member

Tenants share responsibility for their co-operative housing enterprises and are represented and involved in the management committees or Board of Management.

The Society seeks to apply the values of self-help, sharing responsibility, democracy and solidarity to the organisational principles by which co-operative housing societies are owned and managed as member/user enterprises, successfully delivering quality housing services for the benefit of the communities they serve.

How We Are Funded

In recent years, the Approved Housing Body sector has moved beyond traditional exchequer funding to loan finance from state and private sources. This enhances the attractiveness of AHBs for private lenders but also imposes new standards of financial management and governance. The Society continues to look at diversification of our funding sources and to develop new funding relationships.

A detailed annual budget is prepared in line with the strategic plan, and it is reviewed by the Audit, Assurance and Finance sub-committee (AAF) and further reviewed and approved by the Board of Management. Actual results and outcomes are compared against the budget to ensure alignment with plan, tight budgetary control, and value for money.

Monthly accounts are prepared by the executive. They are initially presented to the AAF subcommittee for review and onward recommendation to the Board.

Details of all our funding for each year are found in our Annual Reports available on our website www.cooperativehousing.ie. Further details on accounting policies and procedures is available in the Board portal.

The Board of Co-operative Housing Ireland

Our Board consists of up to 12 members. Following a nomination process up to seven are elected by the affiliated co-operatives/members and up to five are external, co-opted by the Board – who bring additional expertise. All Board members serve two-year terms, up to a maximum of ten years. Board members are either elected at the AGM (from affiliated societies) or appointed by the Board itself (for co-optees and vacancies).



Governing Authority of the Board

The Society's Chairperson and Board members, together with the Chief Executive and the Executive Directors, have a collective responsibility for safeguarding the governing authority of the Board.

The Board of Management also ensures that it has the necessary capacity, knowledge and skills within its membership, and/or available to it by way of professional advice and executive/staff support, to carry out its duties effectively and to deal with its business and corporate decision-making functions.

Disqualification

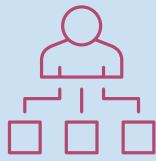
Members of the Board can be disqualified from their position in several circumstances, as set out in the Rules of the Society.

Board Members' Responsibilities

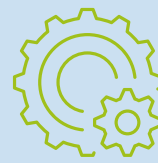
Being appointed to the Board of Co-operative Housing Ireland is a privilege and carries significant responsibility. All Board members are equally responsible in law for Board actions and decisions and have equal status as Board members. All Board members are collectively responsible for the following:



Safeguarding and promoting the vision, mission and values of Co-operative Housing Ireland



Developing and overseeing the strategy and structure of Co-operative Housing Ireland



Ensuring that Co-operative Housing Ireland operates in an effective, responsible and accountable manner without exposure to excessive risk

The Board of Management, as the governing body, has overall responsibility for the conduct of the Society's business affairs and control of its assets, resources and work programmes.

The Board also represents the collective interests and concerns of the affiliated co-operative housing societies, while overseeing and monitoring the performance of the Society.

In an organisation such as Co-operative Housing Ireland, which manages valuable assets and engages with vulnerable people, risks can be very significant. We have a Risk and Compliance Officer who reports directly to the Board at each Board meeting.

We cannot eliminate risk, but we can manage or mitigate it through our risk management framework.

Avoidance of Conflicts of Interest

1

No member of the Board may receive fees or other remuneration or shall be appointed to any salaried office, or to any office of the Society for which fees or remuneration are paid, except allowances or refunds for duly vouched out-of-pocket expenses in relation to attendance at meetings or the conducting of the Society's business.

2

No member of the Board, elected officer, or person holding any executive or salaried office in the Society may retain such a position, where he or she has any material interest of significance in relation to the income or profit directly derived from any commercial contract or other arrangements for the supply of building land, construction or acquisition of houses for the Society, or for an affiliated co-operative housing society, or for the supply of goods and services to the Society.

3

Each meeting of the Board commences with an opportunity to declare a conflict of interest in relation to any item on the agenda. In any event, any member of the Board or person holding any executive or salaried office in the Society must immediately declare by notifying the Chairperson and Secretary in the case of Board members, and in the case of employees by way of notification to the Chief Executive, any conflict of interest in relation to proposed Board decisions, or in connection with the Society's contracts, employment and business transactions. Board and Committee members are also required to complete an annual Declaration of Interests form.

4

Any member of the Board holding or occupying a public appointment, either as an elected representative or as an official, where in such a capacity they are involved in contracts or other decision-making which may be of material interest or significance to the income, conduct or regulation of the Society's business, services or activities, must declare such an interest in advance and fully comply with the public body's procedures for the avoidance of conflicts of interest.



Elaine Chapman, Palmers Gate, Dublin

Compliance with Statutory Duties

The Board is responsible for compliance with all relevant or applicable statutory duties. Where an individual member becomes aware of a non-compliance with any such duty or obligation, they should immediately bring this to the attention of the Secretary and, as necessary, to the Chairperson and other members of the Board.

Compliance with Regulatory Duties

The three main Regulatory Bodies to which Co-operative Housing Ireland reports are the Registry of Friendly Societies, the Charities Regulatory Authority (CRA) and the Approved Housing Bodies Regulatory Authority (AHBRA)

REGISTRY OF FRIENDLY SOCIETIES	CHARITIES REGULATORY AUTHORITY	AHBRA
The Registry of Friendly Societies (RFS) is the central repository of public statutory information for Industrial and Provident Societies, Friendly Societies, and Trade Unions. It maintains the public register of statutory submissions filed by each of these entity types as required under relevant legislation. The RFS operates under the aegis of the Department of Enterprise, Trade & Employment.	The CRA was established in 2014 as the national statutory regulator for charitable organisations.	Established in 2021 to oversee the effective governance, financial management and performance of all voluntary and co-operative housing bodies.
REPORTING REQUIREMENTS ✓ Annual Reporting Requirements	REPORTING REQUIREMENTS ✓ Submit our Annual Reporting Requirements and Financial Statements. ✓ Changes to Board membership. ✓ Annual Declaration of evidence-based compliance with Charities Regulatory Authority Governance Code. ✓ Maintain a Governance Code Compliance Record Form	Four standards requiring evidence-based compliance • Governance • Financial Management and Financial Reporting • Property and Asset Management • Tenancy Management REPORTING REQUIREMENTS ✓ Annual Reporting Requirements ✓ Assessment ✓ Notifiable Events

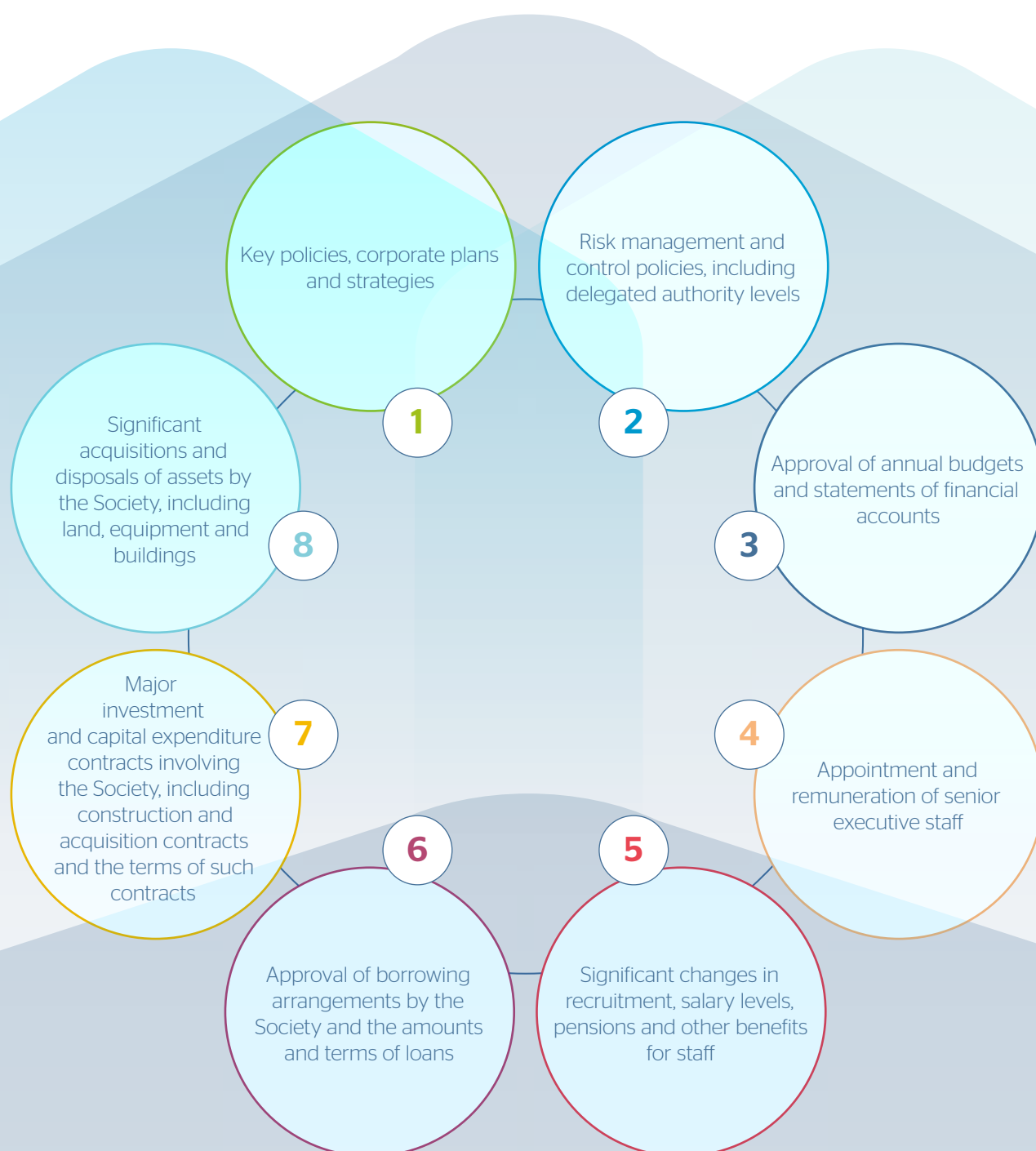
Co-operative Housing Ireland's Board meets its obligations under the Regulation of Beneficial Ownership by recording and filing the details of its Board of Management as Senior Managing Officials as defined by those regulations.

Co-operative Housing Ireland is also registered with the Regulator of Lobbying and makes returns three times a year, which are published live to the Regulator of Lobbying as soon as they are submitted.

The Board has directed that there shall be no donations made to any political party, member of the Oireachtas (Parliament) or to any candidate for election to the European parliament, Oireachtas, regional or local authority.

Decision-Making Reserved for the Board

The Society's Board has reserved decision-making functions and responsibilities in relation to:



Delegations of the Board

The Board operates through sub-committees to support effective oversight, elect or appoint such sub-committees as it considers necessary to assist its work in conducting the business affairs of the Society, or to support and assist various aspects of the delivery of its strategies and work programmes. Such sub-committees may comprise members of the Board, other board appointed individuals, who can

contribute expert knowledge and experience to the work of the sub-committees.

The sub-committees have the support and assistance of the executive staff team in the preparation of reports and recommendations to the full Board in accordance with the terms of reference or functions delegated to them.

The current sub-committees are:



Audit, Assurance and Finance

This is an extremely important sub-committee that ensures the correct internal financial controls are in place to prevent fraud and waste. The sub-committee manages the external audit on behalf of the Board and has an important role in identifying and monitoring risks.



Development and Growth

This sub-committee is responsible for reviewing new housing development proposals. It also examines in detail innovative delivery proposals – like student or private rental co-ops – before they are recommended to the Board.



Asset Management and Property Services

This sub-committee monitors all aspects of Asset Management, Maintenance and Repairs service delivery. It is responsible for oversight of the existing housing stock – including programmes of refurbishment and renewal.



Housing Services and Community Engagement

This sub-committee supports local community development activities, better networking between affiliated societies, and is examining social enterprise opportunities. This committee also oversees our Tenancy Management Policies and Procedures. It is an important sub-committee because community development is a key method of preparing future Board members from the membership.



There are also two ad-hoc committees, Officers Sub-Committee and Remuneration Sub-Committee, who meet as required.

The Board also delegates senior management broad authority to operate the business of the Society. The Board delegates day-to-day management to the Chief Executive and senior management team who are accountable for and report to the Board on the Society's performance. The Chief Executive is responsible for proposing and implementing, in consultation with the Board, policies and strategies to achieve the Society's objectives, together with the management, co-ordination and performance of related work programmes.

The Chief Executive is also responsible for the day-to-day administration of the Society's legal and corporate business, preparation of financial budgets and control of accounts, records and reports, together with the recruitment and assignment of staff.

This includes managing and co-ordinating relations with other agencies and the representation of the Society in public affairs. The agreed public spokespersons for the Society are the Chief Executive and the Chairperson.

The Chief Executive is responsible for the proposal and implementation, in consultation with the Board, of policies and strategies to achieve the Society's objectives.

The Chief Executive may assign responsibilities for work programmes and their performance to the Executive Directors with the support of the staff team. They also assist the Chief Executive in the preparation of reports and by attendance when required at Board or sub-committee meetings.

There are currently six directors' positions:



Director of New Business and Development



Director of Asset Management and Property Services



Director of Housing Services and Community Engagement



Director of Finance



Director of Corporate Services



Director of People and Culture

Officer Roles



Corporate Governance

The following policies and practices are among those that have been put in place to ensure best practice at Co-operative Housing Ireland.

1

Board Conflict of Interest Policy – included as part of this Handbook.

2

Code of Conduct for Board members, which is signed by all Board members.

3

External Board performance review carried out every two years.

4

An agreed process for Board and sub-committee succession.

5

A Whistleblower/Protected Disclosure policy approved by the Board.

6

Elections to the Board every two years (or as required).

7

Induction process for new Board members, which includes comprehensive mandatory training programme.

8

Annual review and affirmation of our compliance with the Charities Regulator's Code of Governance.

9

A formal CEO report to the Board for every meeting including updates on key performance indicators and regular reporting on progress against strategic objectives.

10

A renewal schedule of policies ensuring they are kept under review and up to date.

11

Review of Risk and Financial Position at every Board meeting.

12

Comprehensive GDPR Policy and Data Retention Policy in place.

Board Members' Personal Data

As a Board member of Co-operative Housing Ireland, you will be asked to provide certain categories of personal information including email address, date of birth, and PPS number. Co-operative Housing Ireland processes all personal data lawfully, fairly and in a transparent manner. We have implemented appropriate physical, technical and organisational measures to protect the personal information we control both online and offline to prevent improper access, destruction and loss.

The purposes and reasons for processing your personal data are detailed below:



We collect your personal data for the purpose of administering our relationship with you as a Co-operative Housing Ireland Board member.



We collect your personal data for the purpose of sharing information with you about our services and activities.



We collect and store your personal data as part of our legal obligations for example registration with the Charities Regulator.

You have the right to access any personal information that we process about you and to ask us to correct, complete and, in certain circumstances, delete the information.

We only retain personal information for as long as it is necessary to fulfil the purposes we collect it for, including for the purposes of satisfying any legal, accounting or reporting requirements and in accordance with our data retention policy.

Once you are no longer a member of the Board, we will securely destroy your personal information in accordance with our data retention policy and applicable laws and regulations.

If you want to review, verify, correct, or request erasure of your personal information, please contact dpo@cooperativehousing.ie.

More information is available in our Data Protection policy available in the resources section of the Board portal.

Meetings

The Board is required by the Society's Rules to meet at least four times each year and, in practice, meets as regularly as business requires, usually between six and eight times during each year.

Notices of meetings and agendas are issued in accordance with the Society's rules by the Secretary in consultation with the Chairperson and Board, and, as far as possible, according to an agreed schedule of dates. Briefing papers and reports are also circulated to members, both in advance of and, where necessary, during meetings. Meeting papers are uploaded to a Board portal (Board Effects) a week in advance of each meeting with the expectation that they are read in advance of the meeting.

The Board ensures that all members are supplied with adequate information in a timely way for their meetings. This must be of a suitable quality to enable them to satisfactorily discharge their duties as the Board of Management of Co-operative Housing Ireland.

Board Quorum and Voting

The Society's Rules require that no business shall be conducted at any Board meeting unless one-third of its membership is present.

Board members are requested to notify the Secretary in advance if they are unable to attend a meeting to ensure that a quorum is in place.

Most decisions made by the Board are reached by consensus and agreement, based on information and reports related to the agenda items under consideration. The Chairperson may find it necessary to conduct a vote on a particular matter and, in such circumstances, each member has one vote with the Chairperson having a casting vote.



Neighbourhood Specialist Sarah Flynn with Member Tenant Kathleen and Lord Mayor Cllr Ray McAdam

General Meetings of Affiliated Members

The Board arranges for the holding of an Annual General Meeting of the duly appointed representative delegates of the affiliated members (co-operative housing societies), each year, in accordance with the Society's rules. This general meeting is for the purpose of presenting a report, together with the financial statements and audited accounts for the previous year, to the members, the election of Board members as necessary and the appointment/re-appointment of the Auditor, together with the consideration of any proposals which are reserved in the Rules to the Society's members for a decision.

Consideration may also be given to the holding of a Special General Meeting, in accordance with the specific conditions of the Rules, for consideration of any proposals requiring the decision of the affiliated members or any change in the Society's rules.

This general meeting is for the purpose of presenting a report together with the financial statements and audited accounts for the previous year.



Appendix **One**

Register of Interests

Register of Interest Form (Board or Sub-Committee Member)

Full Name	
Employer Name (If Any)	
Business Details of any businesses in which you have an interest	
Company Directorships Details of any companies of which you are a director	
Charities, Voluntary or Public Bodies Details of any charity, association or public body of which you are a member	

I will declare if I, or any family member, have a conflict, or potential conflict, in relation to any Co-operative Housing Ireland business.

Signature: _____ **Date:** _____

Co-operative Housing Ireland (CHI) will use your Personal Data for the purpose of managing your directorship and the business of Co-operative Housing Ireland and for no other purpose. Co-operative Housing Ireland will store this data securely and will not share it with any third party except for the purpose of managing the business of Co-operative Housing Ireland. By signing this Form, you explicitly grant permission to Co-operative Housing Ireland to process your personal data for the purpose of managing the business of Co-operative Housing Ireland.

Appendix **Two**

Code of Conduct

Code of Conduct Form (Board Members and Sub-Committee Members)

I, _____, am a member of the Board, or Sub-Committees (Member), of Co-operative Housing Ireland Society Limited (the Society).

1

I agree that, as I carry out my duties as a member,

I will act honestly, in good faith and in the best interests of the Society in carrying out my duties as a Member. I will use the care, skill and diligence that any reasonably prudent person would use in a similar situation.

I owe a duty of loyalty to the Society.

I will declare any conflict of interest, or potential conflict of interest, I may have in a matter before the Board, or sub-committee, right away, either in writing or by asking that my declaration be noted in the Board or sub-committee minutes. I will not take part in any discussion of the matter in which I have a conflict of interest, and I will not vote if the matter is put to the vote. I understand that the following activities are considered by the Society to be conflicts of interest and that conflicts of interest are not limited to the following situations:

Where a Member personally contracts with the Society or where they are a director of an organisation that is contracting with the Society.

Where a Member learns of an opportunity for profit or other personal gain that may be valuable to him/her personally or to another organisation of which they are a Member, or to other persons known to the Member.

Where a Member holds or occupies a public appointment either as an elected representative or as an official, where in such a capacity they are involved in contracts or other decision-making which may be of material interest or significance to the income, conduct, or regulation of the Society's business services or activities.

I will follow all laws, rules, by-laws and policies that apply to the Society and to the Board and I will abide by the decisions of the Board.

I will publicly support the decisions of the Board.

I will keep confidential any legitimate confidential information about the Society's business and employees or any other individual that I become aware of through my position. If I am not sure whether certain information should be kept confidential, I will ask the Board for a decision on the matter. I recognise that my duty of confidentiality continues after I cease to be a Member.

2

I agree that I will conform with the requirements of Rule 20 of the Society Rules.

Signature: _____ **Date:** _____

Contact **Information**

Co-operative Housing Ireland
Society Limited
11/12 Warrington Place, Dublin 2

Email: admin@cooperativehousing.ie

Website: www.cooperativehousing.ie

CRA number: **20012182**

CHY number: **6522**

AHBRA number: **02852**

RFS number: **3174R**