

TRGL BOARD MEETING

ITEM: 4.1

The Board is asked to **NOTE** the update on Committee and Subsidiary Board Activity for the period 31 September 2024 to date. Minutes of all meetings in the period can be found on Convene or are available upon request.

OHG Property Services Task & Finish Group 07/10/2024 Attendance 100%, Length: 41 minutes. Mode: Microsoft Teams

Assurance and Risk

Gas Servicing performance had improved. The teams were working on processes to maintain a sustainable level of gas servicing.

The backlog of damp and mould cases were being tracked and a proactive approach was being taken by the team to address root causes of issues and supporting customer education.

Capacity in the supply chain was being built with the appointment of a tier 1 contractor (Axis). This arrangement was being mobilised over a twelve-week period. Some disruption to the service was being envisaged during this time particularly given the suspension of a contractor due to quality issues. A schedule of rates was being developed to help manage costs. The outstanding jobs were being reviewed to prioritise repairs as necessary.

Axis had been appointed on a two-year contract to support the business and its repairs programme. Their appointment had been made following an assessment of quality, capacity and cost model. Initial mobilisation meetings had taken place with a targeted go live on 1 December when adequate resources had been obtained. The team were reviewing capacity and skills of staff.

Items to note

It was recognised that a range of messaging to customers was important, specifically around the improvement plans for the repairs service.

Front-line staff will support messaging. There was a commitment given by PP that any communication plans and key messages were developed in conjunction with the Customer Task & Finish Group.

Customer complaints were significantly down, and the teams continued to support staff with their training. A successful two-day management event had been held for 20 members of staff.

One Housing Foundation 16/10/2024 Attendance: 100%, Length: 38 minutes, Mode: Remote

Assurance and Risk

Trustees received a Finance update for Q2 showing an operating deficit of £337k and noted that unrestricted reserves had been expended. Restricted reserves of £12k remained. Trustees noted that transfer of staff and closure of One Academy would result in fewer expenses going forward.

Items to note

Trustees noted an update on projects and activities funded through the One Housing Foundation.

Trustees discussed the timetable for winding-up the Foundation.

Prospect 16/10/2024 Attendance 100%, Length 1 hour 26 minutes, Mode: Microsoft Teams

Assurance and Risk

Managing Directors Report:

Overall, sales rates were down. Some targeted price reductions had been made and incentives increased on plots approaching build completion to combat this scenario, along with increased targeted marketing.

Members discussed an accident at the Mitton Grange development. A Prospect Site Manager was working on a ladder approximately three feet from the ground when the ladder failed. Part of the ladder struck the operative in the face and hospital treatment was required. The injured party returned to work the following day.

At The Ridings, a residual risk had been identified of circa £175,000 above current provisions following the request for additional works from a new highways inspector. The works requested contradict those of a previous more senior inspector. The works requested were outside the extent of the development and were currently being challenged.

Items to note

The [REDACTED] Development Proposal to be considered at an additional Prospect Board meeting.

Prospect had signed up for the HBF's Women into Home Building Programme which will be run in the Autumn. The work experience programme will run for two weeks at Abbey Vale, Widnes. Prospect was one of only a couple of SMEs involved in the programme.

Management Accounts:

[REDACTED]

Risk Register:

The team were working with the Sales Consultants to improve their sales lead management. Focus was currently to progress sales expected by the end of the financial year.

[REDACTED]

[REDACTED]

Board Effectiveness Review:

Support Prospect to continue to develop and grow including the need to consider land strategy and options. Members and the team need to look to increase average selling prices, improve financial viability and profit. Specifically, the Board need to consider how to manage and improve turnover, volume and margins.

Renovo 17/10/2024 Attendance 100%, Length 45 mins, Mode: in person, Arlington office

Assurance and Risk

The Operational Quarterly Report, July – September 2024:

The new office areas at Arlington known as Arlington Atelier had been adjusted to split costs, allowing the care and support areas to receive a reduction and an increase to Arlington Atelier.

Two new sites were due to start imminently via the grid, Islington Park Street & 404 Caledonian Road.

Grounds scheduling caused operational issues following the termination of old sites. Site standards needed to be caught up and an improvement tracker was in place and led by Claire Webb and Terry Tunesi.

Rokeby House to be re-costed, following a request to carry out cleaning services.

Items to note

It was confirmed that RH and Helen Marsh had discussed potential impact of contract changes. Options will be discussed further at the strategy session to be arranged for December 2024.

Management Accounts

[REDACTED]

[REDACTED]

Two Health and Safety near misses had been reported. Members were pleased with the Health and Safety culture being promoted within teams.



Members discussed the KPIs. An overspend in one month would be balanced by underspends in other months. A surplus was expected by the end of the financial year.



IG discussed the challenges in Care and Support with regards to Voids. NC to meet with Phil Pemberton to discuss moving this service into Riverside

The forecast and financial performance will be discussed at the next Quarterly Commercial Review Meeting.

Operating costs and the impact of the Baycroft transfer will be reviewed. A restructure may be considered.

RCVE 17/10/2024 Attendance: 40% Length: 3 hours, Mode: Microsoft Teams

Assurance and Risk

The RCVE heard updates from the scrutiny panel on Damp and Mould Communications, Building Safety and EDI. The RCVE also received updates from the CI&E manager and Complaints.

Items to note

Planned Works

Bryan Simpson came along to present outcomes from a Scrutiny completed around Planned Works, approximately 3 years ago. The acting Chair thanked BS for his feedback so far down the line, to show the progress from this scrutiny.

Any Other Business

The RCVE Administrator reported to the group on the present status of the Minibus. It was agreed that a further meeting with RCVE officers was needed to discuss next steps.

AGM – a placeholder had been set up for the 12th of December and at present this is pencilled in as a Teams meeting.

Riverside Foundation 23/10/2024 Attendance: 100% Length: 2 hours, Mode: Remote

Assurance and Risk

Trustees noted the Finance Report. [REDACTED]

[REDACTED] Trustees further noted that the Riverside Board had approved a three-year funded programme of £2.8m per annum. In addition Trustees approved the move of long-term investment funds into a cash fund.

Trustees received an updated Foundation Risk Register reflecting the appointment of a new Chair, confirmation of the TRG three-year funding settlement and a switch from equities and bonds to a more predictable cash fund.

Items to note

Trustees received a presentation on the Care & Support Strategy

Trustees noted a general performance overview of Foundation funded projects during Quarter 2.

Trustees noted a summary update of GIS mapping exercise of Foundation projects.

Trustees approved an additional £16k for the Helping Hands fund.

Trustees received an update on the development of the Positive Youth Pathways Project and approved the commission of the youth resilience programme.

Trustees received an update on the Well Fed Scale Up Project

Trustees approved an allocation of £250k to local Food and Fuel Poverty projects.

Trustees noted a Succession Planning Update.

Riverside Scotland 26/10/24 Attendance: 82% Length: 1 hour Mode: In person and via MS Teams

Assurance and Risk

Annual Assurance Statement

Following review of the outcomes of the Association's Regulatory Compliance Assessment Report and Improvement Plan, the Board agreed it was satisfied with the robustness of the assessment process, the

Items to note

Annual Assurance – Deep Dive: Verification of Contractor Data

The Board noted the outcome of the deep dive into the Verification of Contractor Data.

supporting evidence and judgement that the Association was fully compliant with the Scottish Housing Regulator (SHR) regulatory framework and thereafter approved the Annual Assurance Statement for submission to the SHR. The Regulatory Compliance Action Plan for 2024/25 and deep dives on Freedom of Information and Complaints Handling to be carried out as part of the 2024/25 compliance assessment process were also agreed.

Rent Consultation

The Board considered customer affordability of rents, the needs of the business and the impact of the proposed rent increase options and thereafter agreed rent increase options of 2.7%, 3.2% and 3.7% to consult with its customers on the proposed rent increase for 2025/26. The reintroduction of the rent harmonisation supplement for those customers not currently on policy rent was also agreed.

Parent Nominee Board Member

The Board noted Patrick New's plans to retire, the consequent vacancy on the Board and the proposal to appoint Cris McGuinness to the Parent Nominee. Authority was then delegated to the Chair to formally agree the appointment.

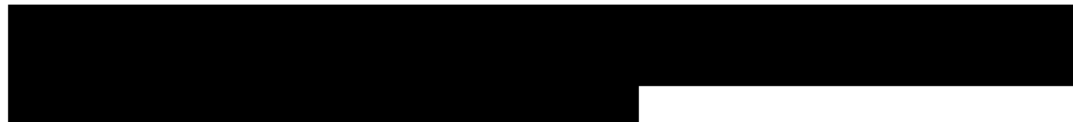
The Chair thanked Patrick New for his contribution to the Board and wished him a happy retirement.



Evolve 04/11/2024 Attendance: 100%, Length: 1 hours, Mode: Remote

The Evolve Managing Director report highlighted:

- Works in progress had improved by 7.4% but remained adverse to target. Planned works was above target.
- Satisfaction stood at 84.2% for Fabric and 87.6% for Gas, adverse to target. Complaints held steady at 0.6%, favourable to target.
- Damp and Mould works in progress continued to be a challenge at 53.6%, and 28.4% of all repairs. All high and medium had been surveyed and attended.
- Job Manager System had rolled out across the business with some issues continuing to work through.



Assurance and Risk

The Board received a spotlight presentation on the Customer Experience Plan.

The Board noted the Evolve Gender Pay Gap Report. The updated Evolve Risk Map was noted.

The Board noted the Schedule of Directors Duties.

Assurance and Risk

The Committee noted the Business Development Update and noted that future funding for government funded homelessness had not yet been confirmed and a number of potential contract reduction and exit scenarios. New and renewed contracts were above KPI targets.

The Committee reviewed the Financial Performance Quarterly Report

The Committee noted the Specialised Supported Housing, Compliance with the Rent Standard Annual Report which provided assurance on the effective management and oversight of the Riverside's Specialist Support (SSH) Housing Portfolio.

The Committee reviewed the Internal Audit Highlight Report including an audit into Hull PFI Contract Management which was found to have strong controls.

A Quality and Improvement Report was reviewed highlighting gaps in voluntary DBS renewals among former-OHG colleagues, and ISO audits demonstrating standards had been implemented in former-OHG services.

A Risk Summary Report showed that complaint handling risk had increased as a result of OHG complaints and the Cash Leakage and Margin subrisk on Baycroft exit had been reduced as the contract management settles. The Committee noted there were no areas outside risk appetite in Care and Support.

Items to note

The Committee received a presentation on the Young Family service in Wakefield.

The Committee reviewed the Executive Director report and discussed lobbying work with government alongside Homeless Link and the National Care Forum, the availability of scheme-level financial data, compliance with the new Consumer Standards, and the winter fuel campaign.

The Committee approved actions arising from its Appraisal Results.

The Committee received:

- Care Services Annual Report
- Equality, Diversity and Inclusion Strategy Annual Update
- Helpline Update
- Strategic Operational Quarterly Update
- Housing and Support Operations Quarterly Report
- Housing with Care Operations Quarterly Report
- Baycroft Contract Management Six-Monthly Report
- Building Safety Compliance Dashboard
- Schedule of Directors Duties
- Group Board Highlights (October), GAC Highlights (September), CEC Highlights (June & September), RCVE Minutes (October), Renovo Minutes (October)

Governance & Remuneration Committee 14/11/2024 Attendance: 100%, Length: 1 Hour, Mode: Microsoft Teams

Assurance and Risk

Unable to share update at this time given confidentiality

Items to note

Group Treasury Committee 15/11/2024 Attendance: 100%, Length: 1.5 hour, Mode: Remote

Assurance and Risk

The Committee noted the Quarterly Treasury Report for the quarter ending 30 September 2024, noting work on satisfying conditions subsequent, diversification of lenders in the sector, and that no issues with covenants were expected at the Quarter 2 Forecast.

Items to note

[REDACTED]

The Committee reviewed the outcomes from its Annual Effectiveness and Appraisal exercise.

The Committee noted the Schedule of Board Member Duties.

The Committee received highlights from the Group Board meeting of 10 October 2024.

Recommendations to Group Board:

The Committee recommended to the Group Board APPROVAL of entry by TRGL into the Compendium Loan Restatement.

Group Development Committee 20/11/2024 Attendance 100%, Length 2 hrs, 32 mins, Mode: Via Video Conferencing

DRAFT

Assurance and Risk

[REDACTED]

Items to Note

Headroom Statement: CAM stated that Headroom was sufficient throughout the next eighteen months. In October's statement, Riverside Development spend dropped to [REDACTED], which was [REDACTED] of the uplift in Octobers statement

[REDACTED]

Vistry/Countryside Exposure: members were presented with a report on the status of current projects TRG were engaged in with Vistry Group (Countryside Partnerships in London) following their recent profit warning on the 8th of October.

- The Group continued to closely monitor the situation.

Development Risk Register:

- Members discussed the need to remain cautious due to market wide financial impacts. Overall, main contractors were on the whole stable.
- Members discussed costs which seemed to be increasing recently.

which showed [REDACTED] of headroom and included a [REDACTED] development cashflow improvement for One Housing mainly from changes to assumptions for Stewart Street. The rest of the movement largely resulted from material improvements for lines we have no forecast for.

Significant cash payments were expected relating to new developments, including Westwood Cross, and the Windsor and Maidenhead Stock Transfer which was expected to complete early 2025.

Quarterly Development Report: Across the Group, 410 new homes were completed compared to a forecast target of 547 during this period. Handover of some schemes had recently been accelerated and customer satisfaction scores had improved.

At the end of September 2024, there were 254 unsold properties. Four of these had not sold in the last 12 months, though one property was now reserved.

Riverside Scotland 21/11/2024 Attendance: 82% Length: 1.45 hours Mode: In person and via MS Teams

Assurance and Risk

[REDACTED]

Items to Note

Housing First for Families – Care Inspectorate Report
The Board were pleased to note the positive report on the recent Care Inspectorate inspection of the Housing First for Families service.

Financial Plan

The Board noted the draft operational budget for 2025/26, discussed the potential impact of the increase in national insurance contributions and agreed the assumptions to be used in the 30 year financial plan.

Chair's Action Procedure

The Board noted the Chair's approval of Cris McGuinness as the Parent Nominee Board Member.

Asset Management Strategy

The Board approved the Association's Asset Management Strategy which closely aligned with the Group Strategy.

Board Appraisal Review

The Board noted the outcomes from the 2023/24 Board appraisal process and the recent Board skills matrix and agreed the objectives for 2024/25.



OSCR Return

The Board approved the Annual Return for submission to OSCR.



Policy Framework

The Board noted the recent policy reviews by Group and noted the new process for ensuring that the Association was included in all future reviews.

Complaints Performance (April – September 2024)

The Board noted the performance report and the improvement actions in progress to increase satisfaction in this area.

Quarterly Performance Report – Quarter 2

The Board noted a decline the majority of satisfaction indicators in the Quarter and the new customer satisfaction improvement plan being developed.



Equality, Diversity and Inclusion Strategy 2023-26

The Board noted the Association's and Group's performance against actions and objectives.

Senior Management Team Report

The Board noted the updates on the recent Executive Director's visit, the nominations for the Tenants Information Service Awards, the current rent increase consultation and the SHR's consultation on changes to the ARC Return.

Assurance and Risk

Members discussed in detail the options for the [REDACTED] Acquisition proposal and the land at the [REDACTED] site. The Chair stressed the importance of avoiding any breach with the approved headroom requirements that had been agreed with The Riverside Group Board.

MO discussed the current housing market conditions and subsequent impact on sales and cash flow. The proposed purchase of [REDACTED] was initially supported when conversations with the [REDACTED] Council were first initiated. However, the market conditions had since had an adverse effect on sales and cash performance. The proposed purchase of [REDACTED] would add additional financial pressures.

It was agreed that the sale of the [REDACTED] site would provide a cash injection to the business and help avoid a headroom breach. CAM stated that Prospect had not delivered a financial return on the current loan agreement and any further loan would need to be approved by the Group Board, and it was agreed that this was unlikely to be considered until performance improved.

After much debate, the Prospect Board **APPROVED** the following:

- **Option Three:** Sell 100%/110 units of [REDACTED] and continue with 100%/179 units on Dobbinetts.
- Withdrawal from the purchase of [REDACTED] and write-off of associated costs.

Items to note

None.

Assurance and Risk

The Group noted the update on the work to develop the Group's first Assurance Framework to understand the regulatory expectations incumbent across the Group and to establish what the Parent entity's assurance requirements were for its subsidiaries, joint ventures and associated entities. The Group noted the draft framework for recording information to provide structure and controls.

The Group reviewed the financial performance of group subsidiaries and joint ventures and noted that all subsidiaries were compliant with external loan covenants and the Riverside Group Investment Policy. The Group also noted the total on-lending position and the current forecast of on-lending based on the forecast investment into subsidiaries as per the latest JV forecasts.

The Group approved the proposal for the merger of three charities, of which the Group is the corporate trustee and recommended to Group Board that they:

- APPROVE the establishment of three ad-hoc Committees to act as Corporate Trustee of Eleanor Godfrey Crittall Charity, Donald Bates Charity and Eventide Homes Trust respectively.
- As their Committees, APPROVE the merger of the charities and a formal application be made to the Charity Commission for a Scheme or Order to effect the merger.
- DELEGATE AUTHORITY for drafting the Scheme to the Executive Director of Corporate Services and General Counsel.

Items to Note

The Group reviewed the Master List of Entities and agreed the proposed annual review dates for each entity based on relevant accounting reference dates.

The Group noted the update in relation to the work that the OHG Legal Entity Restructure Group and TRGL Rationalisation Group were undertaking, noting that the required tax returns were due to be completed in December and valuations completed, with the report currently under review.

Assurance and Risk

The Committee noted a report on the interim outcomes of the rent review undertaken by DTP [REDACTED]

[REDACTED] It was further noted that an action plan would be informed by the final report and periodic updates on progress will be provided to the Committee.

The Committee reviewed the Group Risk Register which had been revised prior to both the national budget and DTP review and changes would be made prior to presentation to the Group Board. [REDACTED]

The Committee reviewed the Regulator of Social Housing's Sector Risk Profile noting there were no obvious issues missing from the Group's risk radar.

The Committee reviewed Internal Audit activity in the last quarter, noting a range of improvement projects were underway on in-year service charge adjustments; the Committee were assured by the speed of the response to the Riverside damp and mould audit; the Committee requested a reviewed plan for Riverside Scotland Complaint Handling is brought back to the Committee. The Committee discussed overdue audit recommendations and audit priorities.

The Committee reviewed the Quarterly Compliance Assurance Update noting a number of changes to the Compliance Matrix and areas of limited assurance in the Asset and Liability Register.

Items to Note

The Committee noted the six-monthly update on Group Information Governance

The Committee noted the Assurance Clinics Annual Review

The Committee approved amendments to the Riverside Rent Framework for implementation from April 2025.

The Committee reviewed the outcomes from its Annual Effectiveness and Appraisal exercise.

The Committee noted the Schedule of Board Member Duties.

The Committee noted the External Audit Review and Lessons Learnt report noting that improvements had been made since the previous year, and project management by both Riverside and BDO was greatly improved and further improvements were planned.

The Committee noted extracts from the Customer Experience Committee held on 19 September and the Care and Support Committee held on 7 November, the minutes of the Riverside Scotland ARC of 3 October 2024 and the Board Training Plan.

Assurance and Risk

The following points were highlighted:

- Overall, good progress had been made with repairs, voids, gas safety compliance, work to rectify damp and mould in homes, and subsequently customer satisfaction had improved to 38.8%, though further improvements were planned.
 - Extensive plans to increase the number of repairs to properties were detailed within the report, including the appointment of Axis a new tier one contractor, updates to IT systems and processes to improve scheduling accuracy and job allocation, and staff training to up skill all colleagues involved in the process including call centre staff, planners, schedulers, managers, supervisors and property services operatives. Capacity in the supply chain following the on boarding of Axis had increased and productivity improved. 1300 jobs had been allocated to Axis with 150 completed to date.
 - PP reported c4,500 repair jobs outstanding. The team will review these and remove any duplications. It was planned to reduce the number of outstanding jobs to 587 by July 2025. IT system improvements were planned, alongside additional management support and staff training.
 - Gas compliance had stabilised following three months of consistent performance above 99%. At the end of October, c30 jobs were outstanding but to date 10 were currently outstanding. The team continued to work towards further improvements. PP thanked IG and Jehan Weerasinghe for their support in gaining access to properties that required gas safety checks. Housing Officers had recently been appointed to further support the stabilisation programme in the London area.
- Members expressed their concerns that emergency repairs may increase further over the winter months and will require additional resources. PP stated that the DLO contract was in place to provide additional resource if required.
 - Members discussed forecasting for repair and damp and mould jobs. PP confirmed that this will be reviewed following system improvements. It was agreed that demand was likely to increase over the winter months. Vulnerable customers would be prioritised.
 - PP stated that some issues with system integration and process improvements had affected job allocation and updates. The teams were working to resolve issues.
 - SSc discussed overdue complaints and the expectation that these will continue to increase. This risk remained high. PP confirmed that complaints were a challenge for the team and the process needed to improve. It was expected that once the quality and timing of repairs improved, then the number of complaints would decrease.
 - Members discussed the on boarding of Axis and the need to oversee the full mobilisation of the stabilisation programme. It was felt that an additional two meetings of this Group were required to track progress. IG/PP to agree meeting dates.
 - TB stated that all targets for repair service improvements detailed within the report had been

achieved. Planned process improvements had made significant progress.

Customer Experience Committee 28/11/2024 Attendance 87.5%, Length 3 hrs, 10 mins, Mode: Teams

Assurance and Risk

The Committee received the Executive Director of Customer Service report, highlighting, in particular, the significant risks in relation to outstanding EICRs and requested further visibility at the next meeting.

The Committee reviewed the first combined Group Home Ownership Improvement Plan, noting the sharp decline in Home Ownership satisfaction and the stark differences between London and the Regions. A targeted plan would be brought back to the next committee meeting.

The Committee noted the proposed rent increase for 2025/26, and the range of factors considered, including, affordability for customers, business plan impact and regulatory compliance. The Committee highlighted the disconnect between rent and service charges, particularly in London, and concerns in relation to overall costs and agreed to highlight to Group Board.

The Committee received a detailed deep dive into Riverside London Lifts setting out current issues in relation to the management of Lifts within former One Housing

Portfolio, the range of challenges identified, and high level of dissatisfaction and complaints being received from customers. The Committee noted the key findings from the full service review undertaken in July 2024 and the actions being taken and planned to deliver improvement. A service improvement plan was being monitored closely, however, the Committee requested regular updates be provided within future Executive Director of Customer Service reports.

The Committee reviewed and received assurance from the following reports:

Items to Note

The Committee received a customer story presentation demonstrating the power of a face to face conversation, overcoming challenges and rebuilding a new, positive relationship with the customer.

The Committee also noted the following items:

- Verbal update on Group Board and Chairs Matters
- Updates from RCVE/OHG Customer Groups and Riverside Scotland
- Customer Communications Plan
- Committee Effectiveness Review
- Directors Duties.

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- Service Charge Improvement Plan update and the strong focus on stabilising the service charge teams in London and Liverpool.
 - Internal Audit Highlight report.
 - Severe Maladministration six month follow up review and the robust process to capture lessons learnt.
 - Customer Digital Strategy Update
 - Quarterly Complaints Report, noting the volume of overall complaints was reducing year on year by 20%, however, there was an emerging trend in relation to the increase in complaints escalating to stage 2, which was being investigated to drive improvements. Focus was also being given to risk assessing the 127 cases sat with the Housing Ombudsman awaiting an outcome, and to capturing costs of complaints. System changes were being made this week and would improve reporting, with the CX improvement function improving visibility across other parts of the business to drive improvements.

Governance & Remuneration Committee 03/12/2024 Attendance: 100% Length: 2.0 hours Mode: Teams

Assurance and Risk

Succession Planning

The Committee received an update on succession planning and noted the resignation of Patrick New as a Director of Evolve Facility Services Ltd and the appointment of Claire Havenhand as a Director. The Committee also considered a number of other succession issues which would be coming up in 2025.

Vice Chair Recruitment

The Committee received a paper on plans for recruitment of a Vice Chair, discussing and agreeing a process and a range of skill sets that were important and agreeing to use an external recruitment specialist for the search. [REDACTED]

Items to Note

The Committee also noted a number of other reports including the GRC Committee effectiveness review, the update on Directors Duties, the minutes of previous meetings held on 30 October and 14 November along with an update on matters arising from those meetings. The Committee also noted the Chairs Actions and Written Resolutions paper.

Governance Team Plan and Projects Update

The Committee received an update on important project work being completed by the Governance Team, including progress on the Group Rationalisation Project, a project to merge three Group charities, completion of the 2024 Board and Committee effectiveness project, completion of the external governance review, progress on the Board Trainee Program and an update on the work with TPAS on the new customer engagement framework.

Altair External Governance Review

The Committee reviewed the final report from Altair on Group governance noting the findings that overall governance within the group was good and discussed the recommendations and the action plan flowing from the report.