

**Minutes of the joint meeting of the Boards of
Rooftop Housing Group Limited and
Rooftop Housing Association Limited
held at 9.30 am on Wednesday 13 September 2023
at 70 High Street, Evesham and electronically**

Members present:	Sally Higham (Chair)	Boris Worrall	Group Chief Executive (GCE)
	Claire-Elaine Arthurs Payne (CEAP)	David Hannon	Executive Director - Investment (EDI)
	Lenna Cumberbatch-Nichols (LCN)	Sam Morgan	Executive Director - Resources (EDR)
	(via Microsoft Teams)	Lisa Nicholls	Executive Director - Operations (EDO)
	Daisy Halford (DEH) (via Microsoft Teams)	Caroline Allen	Head of Governance (HoG)
	Wayne Harris (WH)	Andrew Ledger	Head of Risk and Assurance (HoRA)
	Myron Hrycyk (MH)	Rebecca Pitt	Head of Asset Investment (HoAI)
	Jonathan Wallbank (JW)		
		Stuart Hitchman	Head of Digital and ICT (HoDICT) (part)
		Lee Burke	Aareon (LB) (part)
		Rajeev Nayyar	Aareon (RN) (part)
		Will Simmons	Head of Property (HoProp) (part)
		Rachael Robinson	Head of Income (HoI) (part)
		Elena Lovell	Income Manager (IM) (part)
		Ruth Organ	Senior Governance Officer (SGO) (minutes)

		Action
3463	Apologies for absence There were apologies for absence received from Colum Goodchild (CG) and Tessa Rollings (TR). DEH and LCN were attending the meeting on Microsoft Teams.	
3464	Declarations of interest Where members served on other bodies, their declaration of interest was taken as read.	
3465	Any Other Business items The Chair advised that she would report on the recent Placeshapers Chairs' meeting that she attended.	
3466	Draft minutes of the special meeting of the Audit and Risk Committee held on 14 July 2023 RHG: Members noted the content of the draft minutes of the special meeting of the Audit and Risk Committee meeting held on 14 July 2023.	

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CHAIR

3467 Draft minutes of the joint meeting of the Boards of RHG and RHA held on 17 July 2023

RHG and RHA: It was **RESOLVED** that the draft minutes of the joint meeting of the Boards of RHG and RHA held on 17 July 2023 be approved. This included TR approval by email.

3468 Outstanding Actions List

RHG and RHA: Members noted the progress on the Outstanding Actions List.

3469 Group Chief Executive, Performance and Executive Team overview reports

The GCE explained that a review to identify properties with Reinforced Autoclaved Aerated Concrete (RAAC) was being carried out. He did not expect a significant issue for Rooftop but assurance would be provided to the Board. The GCE advised that the Board would receive confirmation that this was not an issue at the next meeting, unless something had been discovered and they would be notified sooner by email.

MH queried if there were other materials used in Rooftop properties that were reaching the end of their life, similar to RAAC. The GCE and EDI confirmed that consideration of our approach to non-standard buildings such as Extra Care schemes would be included in the Strategy Day presentation on what the Stock Condition Survey (SCS) data was reporting and the sustainability of the stock. The idea of a Building Investment Plan for these types of properties was also being explored.

CEAP asked for timescales to be provided on complaints. The EDO confirmed that a dashboard was being used and she would provide Members with a clearer picture from the next meeting. Further changes were being made including centralising complaints management and she expected that it would improve by the next meeting. The GCE added that there was also work being undertaken by the ICT team on how complaints were processed in the QL housing management system and reported. This was to ensure the reporting date points matched the reality of the way complaints were dealt with operationally.

EDO

3469.1 Performance

The EDI confirmed that the delay at the Hawthorns, Pinvin scheme would affect potential sales for this year as it was now not expected to be completed until 2024/25.

In response to a query from JW the EDR advised that the EBITDA Key Performance Indicator (KPI) figure was based on the Sector Scorecard definition.

3469.2 Operations overview

The EDO noted that the Young People Service (YPS) was now decommissioned with the final stages being completed including the tidying up of the management agreement and remaining liabilities, income collection performance was holding steady with assistance from the Money Advisors and over the next two weeks work on the Locality project would start.

CHAIR

The EDO explained how higher value repairs were being prioritised separately. However, in some cases they were being included in the day to day jobs, which increased the budget.

In response to a question from WH on the condition of returned properties the EDO noted that there was a mixture of issues including where components had reached the end of their life and needed replacing to poor maintenance of the property by the outgoing customer. She added that a new Rechargeable Repairs and Recoverable Costs Policy would be in place by the end of October. The Chair commented that having visited some void properties the condition at handover of some was poor, for example where customers had carried out their own building alterations without the proper permissions.

The HoRA stated that the internal audit for Asbestos had received an “adequate” rating which was above the line for assurance. LCN queried the grading levels of internal audit reports which the HoRA explained.

3469.3 Investment overview

The EDI reported on an issue of contention around responsibility for road adoption at the Broomhall, Worcester scheme which was beyond the original scope of the scheme and was being challenged. The costs were significant and Rooftop was making representations to the relevant authority. He also noted that an upcoming Board approval would be required for use of the contingency fund for the Almonry Close, Pershore scheme due to rising build costs following the need to remove badger setts and the historic planning delays. The Siskin Drive, Coventry scheme was in negotiation around additional funding needed to meet unforeseen and significant costs on land works and the Refugee housing programme was approved with the first properties being filled. He advised that the performance in asset investment and sales was good.

The EDI explained that the delay to the acquisition of the land in Gloucester had affected the timetable for the St Oswald’s Park scheme but it was within the timeline set by Homes England and progress updates were being provided to them.

In response to a query from LCN on the Siskin Drive, Coventry scheme the EDI noted that the additional works were unique to the condition of the site and were above what was normally expected for a Gypsy and Traveller scheme site.

The EDI confirmed to JW that the issue at the Broomhall, Worcester scheme was a material cost and a judicial review may be required to resolve it.

The EDI explained how build costs were stabilising and did not expect them to decrease for some time. An annual stress test was carried out on this issue. The GCE added that planning delays were now incurring significant additional scheme costs due to inflation whereas in the past this was not an issue.

There was a discussion on the need for long-term and sustainable stock investment and the impact on repairs volumes and costs. The GCE noted that disposal of 10 properties could generate £2 million for Rooftop annually which could potentially be used to fund Band C investment costs.

		Action
	<p>Communication to customers on the component replacement programmes was discussed. DEH advised, via the Microsoft Teams chat facility, that customers had commented to her that there was a lack of communication in regard to their component replacements. The EDI responded stating that he was unaware of this issue and would discuss it with DEH separately. The HoAI advised that there was a dedicated resource in the team to address customer communication. The EDI added that this was a key reason that customer satisfaction was improving in this area. It was noted how there may be an expectation or perception by the customer that they were due a replacement.</p>	EDI
3469.4	Resources overview	
	<p>The EDR explained the new Value for Money repairs project with the scope and Action Plan expected to be in place by the end of the week. A progress update would be provided at the next meeting.</p> <p>There was a discussion on the increase in repairs costs and how it was a challenge within the sector. There would be trade-offs and difficult decisions to be made. CEAP suggested taking a more strategic approach to the costs. The EDI noted that there were repairs being undertaken that were the responsibility of the customer and there needed to be push back on these requests. The EDO confirmed that information on the responsibilities of the customer would be relaunched to all customers.</p> <p>RHG and RHA: Members noted the content of the Group Chief Executive, Performance and Executive Team overview reports.</p> <p>The HoDICT joined the meeting.</p>	EDO
3470	People Strategy annual Action Plan update	
	<p>The EDR explained how the Leaders would be discussing the top three points from the survey at their meeting being held next month. They would also be challenged on the comments received from their colleagues.</p> <p>The EDR commented that former colleagues working in the YPS had completed the survey so their responses on the care of colleagues question could be different to other colleagues who were remaining in the organisation.</p> <p>The EDR noted that a comparison with other housing associations would be difficult as each would have their own style of survey. However, she would speak to the Head of Human Resources as to whether this was possible.</p> <p>MH commented that he was surprised with the response on the question of Leaders living the values with all the work undertaken over the past year in developing a positive culture at Rooftop. The EDR advised that the negative comments would be discussed at the Leaders' meeting but it was difficult to understand where they were coming from within the organisation as the survey was anonymous. The EDR would look at making future surveys more open so that issues in service areas can be identified and tackled.</p>	EDR

CEAP noted the downward trend on communications and how it linked with the visibility of the senior and immediate managers. It was noted how hybrid working was also a challenge especially in engaging with colleagues. The HoG added that posters with the Board Members' photographs would imminently be displayed in the Head Office to give them more visibility to colleagues.

The GCE commented that the majority of the communications issues were between teams with colleagues not responding to emails and delegating work to other teams that were running at full capacity. There needed to be accountability of colleagues. The Chair noted that having an open survey should help to make improvements. The GCE added that Rooftop had invested in training for managers and the way they were rated by staff had risen, demonstrating a return on investment.

LCN asked that the question 'I feel Rooftop has become a more diverse and inclusive place to work' be amended on future surveys so that there were two separate questions, one for diversity and one for inclusion.

HoHR

RHG: Members noted the content of the People Strategy annual Action Plan update report.

LB and RN joined the meeting.

3471 Aareon QL update

This item was minuted separately.

The HoDICT, LB and RN left the meeting.

The HoProp joined the meeting.

3472 Health and Safety Strategy 2023-26

The HoProp presented on what had been delivered in the previous Health and Safety Strategy (2020-2023) and the focus for the new Strategy.

The HoProp explained how the Building Safety Strategy covered off the guidance and approach to Damp, Mould and Condensation (DMC) related repairs. He and the EDO commented on the plans for a joined up approach to visit as many properties as possible annually. The key properties to visit were those where there had been no contact from the customer. The EDO agreed to provide an update on this area for Board assurance in her overview report for the November meeting.

EDO

WH asked whether random quality checks were carried out by external parties in areas such as gas servicing. The EDO confirmed that this did take place.

The HoProp noted that a task force was in place to review those properties that may have potential DMC issues and monitoring them before it became an issue. The EDI noted that there was no pattern developing in the cases that had been reported so far. He added that the Environmental Sustainability Panel had been reviewing products which monitored humidity levels within the properties, the implications to the ICT team in using them and the overall cost to the organisation. The EDO added that the data from the SCS and visits would help to understand any trends and drive the strategy for future investment or disposal of a property. JW added that it was important that there was a plan which included clear aims and objectives on what it would achieve.

LCN cautioned that there may be privacy issues encountered if digital monitors were provided in properties.

MH noted that the next step was to have the data in place to deliver the Action Plan. He queried how it would capture any changes. The EDO confirmed that it would be reviewed regularly by the team, updated annually and reported to the Board.

The HoRA advised that DMC was treated as one of the top six risks for Rooftop and there was an internal audit expected in early 2024.

RHG: It was **RESOLVED** that the Health and Safety Strategy be approved. This included TR approval by email.

The HoProp left the meeting.

3473 **Confidential: Funding and Financial Business Plan update**

This item was minuted separately.

3474 **Quarterly Financial Monitoring**

The EDR reported on the high spend in voids and how there was evidence of operational improvements under the new approach but it would take longer to see if this was supported by the financial evidence. It was noted that there were higher key worker accommodation voids in August but there were void loss guarantees which covered a percentage of the rent lost included as part of the contracts with the NHS Trusts.

The EDR advised that the Executive Team would be discussing the options and choices that would need to be made to future budgets.

RHG and RHA: Members noted the content of the Quarterly Financial Monitoring reports.

The Hol joined the meeting.

3475 **Voids and Lettings**

The GCE restated the revised approach to tackling the high voids and lettings.

The Hol explained the work of the team over the last few weeks and plans for the next few weeks. Procurement of an additional contractor was being arranged and the tightening up of processes including understanding the reasons why a customer wanted to move.

The Chair stated that it was great to see the work being done to fix these issues. She asked about the biggest learning element of the project which the Hol advised was that colleagues now had real focus, clearer direction and targets to work to.

The Chair read out a comment received from TR querying the engagement with partners. The Hol and EDI explained that meetings were being held with partners and, where necessary, they believed they were being assertive on what was needed from them to relieve the pressures.

It was noted that the priority was now to get properties out of void status and let.

WH commented that he had attended a voids meeting and noted that the problem was with the partner to get a number of customers available for signing up to the properties. The EDO added that she was meeting with them to work through the lettings process.

The GCE explained that the EDI was working to support the Hol in this area.

RHG and RHA: Members noted the content of the Voids and Lettings update.

The Hol left the meeting.

The IM joined the meeting.

3476 Customer Voice

The EDO summarised the report including the increased detail on complaints, Tenant Satisfaction Measures (TSMs) and the trialling of a full digital survey. However, there would be a mixed approach with the use of digital and telephone surveys undertaken and proposals on this would be brought to the Board.

EDO

There was further discussion on the mixed approach in survey styles and how a digital survey response scoring would be 10 - 20% lower compared to a telephone survey response scoring. LCN agreed that this approach was best practice.

The IM explained the cost of living impact on Rooftop customers and the assistance provided by the Income team.

She noted how any furniture left in void properties was sent on to charities and assistance was provided to new customers if they needed help to furnish their new property.

DEH commented, through the Microsoft Teams chat facility, how customers were unaware of the services and the assistance that was available to them. The IM explained that this was advertised on the website and customers reminded on a regular basis.

MH noted that this would continue for some years and how stressful it would be on colleagues for such a sustained period. The IM reported that the team worked together in the office on Tuesdays and used the time to talk, support and listen to one another.

In response to a comment from DEH, via the Microsoft Teams chat facility, in regard to customers being fearful of losing their home if they were experiencing difficulty in paying their rent, the IM explained how the team was empathetic and caring when dealing with customers especially as financial discussions were challenging. DEH added that she had heard from a fellow customer who had praised the Income team when needing to contact them. The IM stated that there was a stigma on talking about personal finances and opening up the conversation was the hardest part. She praised her team for what they were doing in this area.

MH reported that this also had an impact on the children that were living in the property as well as the adults. The EDO explained that there were processes in place in regard to an eviction where there were children involved.

The IM stated that the aim of the team was for customers to be able to sustain their homes.

RHG and RHA: Members noted the content of the Customer Voice report.

The IM left the meeting.

The HoProp re-joined the meeting.

3477

Compliance, Health and Safety Report to 31 July 2023

The HoRA explained the current position, that there were no systemic failures and there were explainable exceptions in the figures.

The commentary on DMC cases and the Housing Health and Safety Rating System (HHSRS) dashboard were discussed. The Chair commented positively on the dashboard which the HoProp advised was live and was being kept updated with new cases as they came in. He added that the first tranche of historic DMC cases had been uploaded, which was reflected in the dashboard, with further data checks and uploading underway. The HoRA reported that the process on how disrepair cases would be tracked was being finalised. He also advised that there was no pattern to the disrepair cases but once one case in a block had been resolved it was likely that others from the same block would contact Rooftop with the same issue.

The HoProp agreed to update the DMC dashboard with timescales at the request of WH. The GCE noted that the dashboard would be updated with any active cases. He added that the Regulator of Social Housing (RSH) expected housing association Boards to understand who lived in the properties and not just where the properties were located.

The EDO commented that she held fortnightly meetings that discussed the actions required for each disrepair case. It was also noted how there were several subject access requests following a disrepair case and that further work in this area was taking place to improve how this process worked.

RHG and RHA: Members noted the assurance given in the report and actions being taken to address areas of non-compliance.

The HoProp left the meeting.

HoProp

3478 Risk review including any new or emerging risks

The HoRA provided an updated presentation mapping out the key strategic risks to illustrate how they clustered into financial and compliance risks with the higher ratings and giving rise to what he said could be described as risk load. The Chair welcomed the approach, which reflected earlier discussions about financial challenges and reported that TR had commented positively on this new style of presentation. She had also noted that the proportion of the development programme in regard to the St Oswald's park scheme was an emerging risk, which the HoRA confirmed was the case.

MH requested that the Board controlled risks could be made a little clearer and that it include any post mitigation actions.

HoRA

RHG and RHA: Members noted the content of the Risk review.

3479 Revised Anti-Bribery Policy

The HoG advised that there were only minor amendments made to the Policy.

RHG: It was **RESOLVED** that the revised Anti-Bribery Policy be approved. This included TR approval by email.

3480 Revised Treasury Management Policy

The EDR commented that this was the annual review and that the only minor amendments to the Policy were to job titles.

RHG: It was **RESOLVED** that the revised Treasury Management Policy be approved. This included TR approval by email.

RHA: It was **RESOLVED** that the Board Resolution as detailed in appendix 2 of the report be approved.

3481 Reappointment of External Auditor

The EDR reported that this was a formality for the Board to approve.

RHG: It was **RESOLVED** that the reappointment of BDO to act in the financial year 2023/24 be approved. This included TR approval by email.

3482 Board Skills Matrix – annual review of core criteria and competencies

The HoG explained that there had been an extensive review completed last year and comments from Members had been added to the document.

There were no comments received as to any gaps in the Matrix.

RHG: It was **RESOLVED** that the updated Skills and Competencies Matrix for 2023/2024 be approved. This included TR approval by email.

3483 Governance Calendar 2024/25

The HoG noted the work that had been undertaken by the SGO in creating the calendar of meetings.

RHG and RHA: It was **RESOLVED** that the Governance Calendar 2024/25 be approved. This included TR approval by email.

3484 Joint meeting of the Boards Forward Plan

The HoG commented that this was a flexible plan and reminded Members that the venue of the Board Strategy Day in October was Dumbleton Hall.

RHG and RHA: Members noted the content of the Joint meeting of the Boards Forward Plan report.

3485 Any Other Business

The Chair reported on the items that had been discussed at the PlaceShapers Chairs' meeting including how the RSH was looking at the Boards' understanding of their stock and who their tenants were. Other areas to note included not self-referring too many times to the RSH, navigating risk, the quality of data and that mergers could be good if there was an understanding of the reasons behind it.

The EDI noted that the HoAI had been observing the meeting today in readiness for her transition into the EDI role in the new year.

There being no other business the meeting closed at 1.30 pm.