## Minutes of Meeting

Meeting: Board Meeting
Date: Thursday, 27 May 2021
Time: 6.00pm
Venue: Via videoconferencing on MS Teams

## Present:

Tim Bolton
Victor Breach
Victoria Dingle
Jennifer Ekelund
Dave Lakin
Nicky Mellings
David Mody
Nasreen Razaq Al-Hamdani
Hayley Smith
Kate Wareing
Lucy Weston

## Apologies:

Harjit Sandhu

## Also in attendance:

Lee Hayward, Director of Property Services
Nasreen Hussain, Director of Finance and Resources
Jude McCaffrey, Interim Director of Housing and Communities
Craig Dransfield, Head of Development
Marisa Elliott, Governance Lead & Company Secretary
Peter Haynes, Members' Forum

## Announcements

The Chair welcomed Peter Haynes from the Members' Forum to the meeting.

## Declarations of Interest

Dave Lakin declared a potential interest in item 104, the Partnerships and Mergers Annual Review and the Chief Executive declared an interest in item 112, the Personnel and Remuneration Committee minutes.

| 97. Approval of Minutes | Actions |
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| The minutes of the Board meeting held on 25 March 2021 were approved. | |

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| **Resolved:**<br>**That the minutes of the Board Meeting held on 25 March 2021 be signed as a true and accurate record.** | |
| **98. Matters Arising**<br><br>Item 88 – CEX Key Issues<br><br>The dates for the Board Away Day were agreed.<br><br>Item 90 – Corporate Plan 2021-25<br><br>The Chief Executive advised that some of the measures and outcomes will be difficult to assess. She advised that we will be revising the way in which we report progress against the Corporate Plan for the next six month report due in October.<br><br>Item 91 – Development Update | |
| The Head of Development advised that we are currently conducting research into the reliability and running costs of air source heat pumps and agreed to bring a report to the Board in July. | **CD** |
| Item 92 – Domestic Abuse Services | |
| The Interim Director of Housing and Communities advised that he would provide a further update on domestic abuse cases including a case study later in the year. | **JMC** |
| **99. Members' Forum Minutes**<br><br>Peter Haynes provided an overview of the minutes from the Members' Forum meeting in May. He commented that a number of members would like to see a return to face to face meetings as Zoom fatigue continues.<br><br>Peter noted that the Forum were asked to participate in workshops to gather feedback and comments on how we communicate with residents led by Dave Edge and David Reynolds. | |
| **Reports** | |
| **100. Action Tracker and Wallboard Ideas**<br><br><u>Action Tracker</u><br><br>Item 145 – Review of IDA Documentation | |

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| This item is on the agenda.<br><br><u>Wallboard</u><br><br>It was noted that work to deliver our ambition to be more accountable and transparent with our residents has begun and an update report will be brought to the Board in July.<br><br>An update report on personal evacuation plans for tenants will be provided in September.<br><br>The Chair reminded all Board members to think about any items for inclusion on the Wallboard and send them to the Governance Lead.<br><br>**Resolved:**<br>**That the Board notes the update.**<br><br>**101. CEX Key Issues Update**<br><br>The Chief Executive provided an update on key external trends, internal issues and our ongoing response to Covid-19.<br><br><u>External Operating Environment</u><br><br>**1. Covid-19**<br>The Chief Executive advised that we are monitoring the situation regarding the 'Indian variant' and will follow any new advice issued by the Government.<br><br>**2. Queen's Speech Announcements**<br>The Chief Executive advised there are three key items which will impact on Soha. These are the proposed changes to the planning system and to the Building Safety regulatory system. It was noted that the Head of Development has written a helpful summary of the proposed changes which he agreed to circulate to Board members.<br><br>The other impact is the lack of legislation to enact changes to housing association regulation, which was promised in the White Paper, although the Government is seeking an early opportunity to do this.<br><br>The Chief Executive also noted that there has been a delay in abolishing no fault evictions under S21, although it is expected to resume in due course.<br><br>The Chief Executive advised that Soha is looking to abolish starter tenancies as we rarely use the power to end tenancies and we want to reduce the bureaucracy around this process. A report is being taken to the Members' Forum for discussion and approval before it comes to the | <br><br><br><br>**KW**<br><br>**JMC**<br><br><br>**ALL**<br><br><br><br><br><br><br><br><br><br><br><br><br><br><br><br><br><br>**CD** |

Board.

**3. Local Government Elections**
The Chief Executive noted that following the recent local elections, political control for Oxfordshire County Council has moved from Conservative to Liberal Democrat/Green/Labour coalition. Soha will continue to work closely with the Council on a variety of issues but it's unclear how the change will impact on future policy direction.

<u>Internal Update</u>

**1. Covid-19**
The Director of Property Services confirmed that we are continuing to operate a full service. He advised that there is one gas safety check which is overdue (at the time of this meeting).

The Chief Executive advised that we have re-opened reception, although visitor numbers remain low. We have also set up a bookable desk system for staff and are able to offer the Board Room for meeting space in line with Covid secure work practices.

**2. People**
The Chief Executive advised that we are currently seeking applications from residents for the two Board member vacancies starting in September. She advised that we have received a great deal of interest from currently involved residents and we are optimistic of having a strong field of candidates to select from.

She advised that we are currently advertising for the permanent role of Director of Housing and Communities with the first round interviews scheduled for 11 June.

**3. Building from the Board Away Day**
The Chief Executive advised that a small group had met to take forward some of the reflections from the recent Board Away Day to streamline Board agendas and further refine how we work. She advised that the proposed future schedule allows more time for strategic conversations, to use workshops to discuss key questions in the development of strategies, to balance our data driven conversations with learning from resident experiences and stories to aid continuous improvement and to make greater use of consent processes for non-contentious items.

Board members were in agreement with the proposed schedule and we will begin the roll-out of it from the meeting in July.

The Chief Executive also mentioned that we would like to hold an in-person dinner in September to say goodbye to Vic and Nasreen and to welcome the new Board members. More details will follow in due course.

**4. FRA Audit Issue**
The Chief Executive explained that a data error has been discovered meaning that 26 actions from the FRAs carried out in October 2020 have not been actioned as they hadn't been included on the action tracker. This was due to a communication error between us and our Health and Safety contractor. It has since been rectified and all works are now progressing. The Chief Executive advised that we will be reviewing our processes to ensure they are robust.

**LH**

**5. Customer Services Accreditation**
The Chief Executive advised that we had been successful in achieving re-accreditation with Customer Service Excellence. It was noted that SGS commented on several areas of good practice and suggested a couple of improvement actions which will be overseen by an internal working group.

**6. New Repairs Contract**
The Director of Property Services advised that the new contract with MD Building began on 5 May. The contract has started well and early signs are showing improved value and services to residents.

**7. Sava Intelligent Energy**
The Director of Property Services advised that we have implemented the Sava Intelligent Energy software solution which we hope will significantly improve our understanding of the energy efficiency of our homes. The data will assist us with future business planning and the development of the Environmental Strategy.

**8. Switchee Pilot**
The Director of Property Services advised that we will be commencing a pilot of Switchee smart thermostats in 110 homes. The costs of installation will be 70% grant funded. We are expecting the thermostats to provide better information for residents in terms of costs and for Soha in terms of data to enable us to identify and address issues early.

**9. Communications Update**
The Chief Executive advised that the report includes qualitative information alongside the quantative data as shown in Appendix C of her report.

**10. Regulatory Judgements**
The Chief Executive provided an update on recent Regulatory Judgements published by the Regulator to enable Board members to reflect on any trends or issues that Soha should be concerned about.

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| **11. Chief Executive's Objectives**<br><br>The Chief Executive asked the Board to note her objectives for 2021/22 which were agreed with the Chair and Vice-Chair.<br><br>The Chair then invited questions from members.<br><br>A member wanted to pass on her congratulations for the CSE re-accreditation. She also asked about how we are safeguarding residents who may be concerned about the 'big brother' effect of the Switchee thermostats. The Director of Property Services advised that we fully informed residents of the functionality of the thermostat and they had the right to refuse to take part in the pilot. He noted that Flagship Housing are rolling out this technology to all their residents and agreed to circulate a copy of the case study report to all Board members.<br><br>A member asked about the FRA issue and asked if previous years' actions had been checked to ensure they had all been included in the action tracker. It was confirmed that checks had taken place and all was in order. It was noted that this was an internal control issue and the Audit and Risk Committee should monitor these types of issues.<br><br>**Resolved:**<br>**That the Board notes the update.**<br><br>**102. Group Business Plan 2021/22**<br><br>***STRICTLY CONFIDENTIAL***<br><br>A confidential item was discussed. The Group Business Plan for 2021/22 was approved. Further information is contained within the Confidential Minutes.<br><br>**Resolved:**<br>**That the Board approves the Group Business Plan 2021/22.**<br><br>**103. Global Accounts 2020**<br><br>The Director of Finance and Resources presented the report which provides analysis from the Global Accounts and Soha's comparative performance.<br><br>She advised that the latest data available is for the year ending 31 March 2020 and shows that Soha's social housing unit cost is £3.24k per property. This places us at fifth lowest in our peer group. | **LH** |

The Director of Finance and Resources advised that our social housing operating margin is very good at 40.4% and is a considerable way above the upper quartile of 33%. This gives us an element of flexibility in terms of how we choose to use this additional capacity. We will, however, need to consider how we address the green agenda.

The Director of Finance and Resources confirmed that Soha has very good performance and provides strong value for money.

**Resolved:**

**That the Board notes the analysis from the Global Accounts and Soha's comparable results.**

**104. Partnerships and Mergers Annual Review**

The Chief Executive presented the report and asked the Board to consider Soha's corporate structure and whether it is appropriate to meet Soha's vision, aims and objectives.

She advised that the Board must consider annually whether continuing with the current structure is appropriate, including whether we should proactively seek partnerships or to merge. It is particularly relevant this year as we begin delivery of a new Corporate Plan. She confirmed that the Business Plan is being brought to the Board alongside this report and demonstrates that Soha is a financially strong association. There is a potential that any merger could weaken our position and our future development capacity. Given this strength, it is the view of the Chief Executive that our current structure remains appropriate.

The Chief Executive then moved onto partnerships. She explained that while we are financially strong, our size does limit our ability to take on some opportunities, particularly those with significant sales risk. We need to consider the potential changes to s106 which could have an impact on our development pipeline.

The Chief Executive proposed that we seek opportunities to work closely with partners and/or create joint ventures. We have had some early discussions with a couple of local housing associations about how this may work on some land-led developments. This will enable us to share the profit and the risk.

She also suggested that we should continue to be open-minded about future acquisitions or stock consolidation opportunities (similar to Bromford).

The Chair then invited questions from members.

A member stated that he fully endorsed the idea of partnerships but

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| was concerned about what potential a larger organisation would gain from partnering with Soha. It was noted that we could provide local housing management knowledge and build on our relationships with local authorities.<br><br>A member commented that while stock acquisitions provide an almost immediate future income stream, we need to be mindful of buying properties via this method and then having to dispose of them to enable us to meet our liability in terms of net zero carbon. It was noted that we submitted a reasonably low bid for the Bromford properties and whether we should consider paying more. If we did, would this provide a better quality property?<br><br>A member asked if this paper would be shared with the Members' Forum. The Chief Executive confirmed that she spoke to them last year about our rationale and would again this year.<br><br>**Resolved:**<br>**That the Board:**<br>**1. Agrees to continue with Soha's current corporate structure as the most appropriate to achieve its vision, aims and objectives; and**<br>**2. Asks the Executive to proactively explore opportunities offered by the stock consolidations agendas of other associations, and is open to alternative partnership delivery mechanisms (including joint ventures) that may enable Soha to better achieve its objectives.**<br><br>**105. Development Update**<br><br>The Head of Development presented the report to update the Board on progress since the last meeting.<br><br>He asked the Board to approve a S106 scheme at Merton Road in Ambroseden. The scheme comprises thirty affordable units of which twenty one are for affordable rent and nine are for shared ownership. for affordable rent. It generates a positive NPV.<br><br>A member felt that the section on 'Strategic Fit/Social Value' wasn't fully developed and suggested that there should be additional content on social value. A member commented that we need to understand whether it's our own strategy or local authority determined housing need that is driving our decision.<br><br>A member suggested that it would be useful to add future retrofit costs (when these are fully known) to the scheme details sheet. This was agreed. | **CD** |

Next, the Head of Development asked the Board to approve Phase 3A of the S106 scheme at Grove Airfield. The scheme comprises nine affordable rented units and generates a positive NPV.

**Resolved:**

**That the Board approves the development sites at Merton Road in Ambroseden and Phase 3A at Grove Airfield.**

**106. Mock IDA Documentation Review**

The Governance Lead presented the report to provide the Board with a position statement for where we are now in terms of documentation for an IDA review.

She advised that a focus was placed on demonstrating compliance with the Consumer Standards as this is likely to be an expectation from the Regulator during the next round of IDAs. An action plan has been produced using elements from all the charters, codes and guidance to provide a good basis from which we can continue working towards full compliance with the Consumer Standards.

It was noted that the action plan is an operational task list which will be managed at an SLT level.

It was further noted that an update on progress can be brought to a future Board meeting if required.

**Resolved:**

**That the Board discussed and notes the report.**

**107. Performance Reports 2020/21**

The report was presented by members of the Senior Leadership Team to update the Board on financial and operational performance for the year ending 31 March 2021.

<u>Performance and Key Trends Report</u>

The Director of Finance and Resources presented the report and noted some of the key highlights.

She advised we had an operating surplus of £18.1m, which is £1.5m over budget. The main drivers were reduced responsive and planned maintenance expenditure and the amendment to the bad debt provision methodology. Operational expenditure was £23.9m, which is £2m under budget.

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| The Director of Finance and Resources advised that rent arrears ended the year at 5.5% against a target of 4% and is significantly above the 2.9% performance at the end of 2019/20. It was noted that arrears peaked at Christmas 2020 but we have seen a reduction of around 1% since then indicating that residents may be in a better position to manage any arrears.<br><br>The average re-let time was 54 days against a target of 20 days. This is due to us being unable to re-let properties during the first lockdown which led to a backlog of voids. We also experienced a drop in demand for homes for older people and family flats. We have recruited a temporary member of staff to assist with reducing the backlog and to drive performance up to where it should be.<br><br>The Director of Property Services advised that average time to complete a repair ended the year at 10.3 days against a target of 12 days. He advised the emergency repairs completed on time is just below target at 97.2%. The other two main repair KPIs met their targets. He noted that satisfaction with repairs was 75% which is below the target of 80%. This is being investigated and will continue to be monitored closely.<br><br>The Head of Development advised that we delivered 183 new units ahead of the revised target of 135. It was noted that the value of unsold shared ownership units was £3.2m, under the trigger point of £5m.<br><br><u>STAR Survey</u><br><br>The STAR survey results for the end of the year were noted.<br><br>A member asked what Net Promoter Score means or measures. It was confirmed that it measures customer perception on the basis of one question, ‘how likely are you to recommend XX to a friend’.<br><br>He advised that satisfaction with overall landlord service is at 91%, quality of home is at 87% and neighbourhood as a place to live is 90% which are all excellent results.<br><br>No further questions were raised.<br><br><u>ATFS Economic Review</u><br><br>This report was noted and no questions were raised.<br><br><u>GDPR Performance</u><br><br>This report provided an overview of the GDPR work carried out over | |

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| the year. The two areas covered in more depth were breach management and Data Protection Impact Assessments.<br><br>There were no questions were raised.<br><br><u>Complaints Performance</u><br><br>The Chief Executive presented the report and advised that we received 38 formal complaints compared with 66 in the previous year. We have been attempting to resolve issues at an earlier stage and before they become formal complaints.<br><br>She advised that we have seen an increase in dissatisfied (informal) complaints which have risen from 205 to 549 cases. We believe this in part due to Covid with residents spending much more time at home and being less tolerant of noise levels and behaviours of others.<br><br>More detail on the types of complaints received together with a couple of case studies and plans for 2021 were also contained in the report.<br><br>The Chair then took questions from members.<br><br>A member enquired about the housing disrepair claims that we've received. The Director of Property Services advised that these are claims from residents who've engaged the services of a solicitor to support them with repair issues. The number of claims we've received has increased and we are seeking legal advice on how to deal with them. It was agreed to check if this item has been reflected in the Risk Register.<br><br>A member asked about the reduction in rent arrears in December and what triggered this. The Interim Director of Housing and Communities advised that there was more engagement with residents following the third lockdown and we've also managed the migration from legacy benefits to Universal Credit reasonably seamlessly.<br><br>It was noted that Soha continues to support residents via the tenancy sustainment service and we are being mindful of the types of letters being sent to anyone with arrears. Members were supportive of any extra investment or resources required in the Rental Income team to enable them to manage additional workloads.<br><br>**Resolved:**<br>**That the Board discussed and notes the performance report.**<br><br>**108. Progress against Corporate Plan and Strategy Action Plans – 6 Month Update** | **LH** |

The Chief Executive presented the final review of the performance against the actions in the Corporate Plan 2017-21. She advised that out of the 73 actions; 57 have been completed, 5 are on target and 10 have missed target.

The Chief Executive advised that where targets have been missed, these have been incorporated into the new Corporate Plan which commenced on 1 April.

**Resolved:**

**That the Board discussed and notes the end of plan performance.**

**109. Health and Safety – 6 Month Update**

The Director of Property Services presented the report to update members on health and safety issues since the last report in October 2020.

He advised that all actions identified in the 2020 FRA survey were completed on time but there are eight (as of today's date) medium priority actions from the 2019 FRA still outstanding. Work is underway and it is anticipated that all actions will be complete by 30 June.

He advised we are 100% compliant with lift servicing, electrical and water hygiene testing and we have no asbestos orders greater than three months old. There is one gas service (as of today's date) which has exceeded its 12 month service date as the resident has refused access due to self-isolation.

The Director of Property Services confirmed that recruitment has taken place for the Compliance Manager role and an appointment was made earlier today.

**Resolved:**

**That the Board discussed and notes the update.**

**110. Annual EDI Review**

The Interim Director of Housing and Communities presented the report to provide the Board with an annual review of Soha's work on equality, diversity and inclusion over the previous year including the public facing report.

He also updated the Board on the outcomes from the EDI Strategy 2019-21 and the plans for the new strategy. He advised that a number of actions from the 2019-21 strategy have not been completed, especially those in relation to our use of data, developing a targeted

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| membership campaign, assessing our staff survey using EDI characteristics and establishing new groups for under-represented individuals. However, these will be carried forward into the new strategy.<br><br>Several members commented that the style of the public facing report was innovative and visually impactful.<br><br>**Resolved:**<br>**That the Board notes the report.**<br><br>**111. Gas Safety and Asbestos Policies**<br><br>The Director of Property Services presented the updated policies for approval.<br><br>A member asked if the policies related to all residents. He confirmed that they cover tenants only and agreed to amend the wording to reflect this.<br><br>A member noted that the policy makes reference to the sharing of information with contractors prior to destructive works taking place but commented that at a recent Stage 2 complaints panel hearing, this hadn't happened. The Director of Property Services advised that a different system had previously been in place which has been rectified in this update.<br><br>No further questions were raised.<br><br>**Resolved:**<br>**That the Board approves the updated Gas Safety and Asbestos Policies subject to the amendment to wording mentioned above.**<br><br>***All attendees except Board members and the Governance Lead were asked to leave the meeting.***<br><br>**112. Personnel and Remuneration Committee Minutes**<br><br>The Chair of the Committee provided an overview of the key items discussed at the Committee meeting on 14 May including the Chief Executive's objectives which have already been discussed at item 101, a comprehensive update on HR issues and the annual review of effectiveness of the P&R Committee which will be brought to the Board in July.<br><br>It was noted that a number of Board members with finance skills are required to step down from the Board over the next few years and we need to mindful of this when recruiting future Board members. | |

A member commented that she had found returning to the P&R Committee as a member really refreshing and had felt that the purpose and drive of the Committee had improved.

**Resolved:**

**That the Board notes the minutes of the Personnel and Remuneration Committee.**

**113. Any Other Business**

The Governance Lead advised our current Power of Attorney is due to expire on 30 June 2021 and we have been asked if a further extension to 31 December 2021 could be agreed.

She asked the Board to note that approval for the extension will be sought via an e-decision as the next Board meeting is not until 22 July.

**114. Date of Next Meeting**

The date of the next Board meeting is Thursday, 22 July 2021 at 6.00pm via MS Teams

The meeting ended at 8.20pm.

Signed:_________________________

Date: ________________