Minutes of Meeting

Meeting: Board Meeting
Date: Thursday, 27 January 2022
Time: 6.00pm
Venue: Via videoconferencing on MS Teams

Present:

Naomi Barrand	Nicky Mellings	Hayley Smith
Tim Bolton	David Mody	Kate Wareing
Jennifer Ekelund	Peter Nkum Jnr	Lucy Weston

Apologies:

Victoria Dingle	Dave Lakin	Harjit Sandhu

Also in attendance:

Matt Archer, Director of Housing and Communities
Lee Hayward, Director of Property Services
Nasreen Hussain, Director of Finance and Resources
Craig Dransfield, Head of Development
Katie Legg, Head of HR
Marisa Elliott, Governance and Regulation Manager & Company Secretary
Roza Jashari, CEX Team Administrator (Observer)

Declarations of Interest

All staff who are members of the Social Housing Pension Scheme declared an interest in item 44, the SHPS Pension Consultation.

40a. Approval of Minutes	**Actions**
The minutes of the Board meeting held on 25 November 2021 were approved. **Resolved:** **That the minutes of the Board Meeting held on 25 November 2021 be signed as a true and accurate record.**	

40b. Audit and Risk Committee Minutes

Members were asked to note the minutes of the meeting held on 12 January 2022. No questions were raised.

Resolved:

That the Board notes the minutes of the Audit and Risk Committee meeting.

41. Matters Arising

Item 27 – Environmental Strategy

At the Board meeting in November 2021, a question was raised regarding identifying those residents whose residual incomes still means they are considered to be in fuel poverty and the Director of Property Services agreed to consider this further. He confirmed there is no way of identifying Soha tenants in fuel poverty however there are indicators such as properties that have had their gas supplies capped. He went onto say all Soha properties will be brought up to EPC band C by 2030, regardless of whether the resident is in fuel poverty or not. The government target is that only properties where residents are in fuel poverty must be brought up to EPC C by 2030, with remaining properties needing to be band C by 2035.

Reports

42. Action Tracker and Wallboard Ideas

It was noted that further updates for all items on the Action Tracker and Wallboard will be brought to future Board meetings.

Resolved:

That the Board notes the update.

43. CEX Key Issues Update

The Chief Executive provided an update on key external trends, internal issues and our ongoing response to Covid-19.

External Operating Environment

1. Covid-19
(covered in internal update)

2. Inflation
The Chief Executive advised that inflation has continued to rise

sharply with CPI at its highest level for thirty years. The anticipated changes to the energy price cap in April will add to inflation with the average household heating bill projected to rise by approximately 50%. She noted that inflation costs are having a significant impact on Soha in terms of our own input prices (materials for repairs and building, and consequent pressure on contractor rates), increasing wage pressures, and the potential for future increases in borrowing costs. **3. Social Housing Regulation Bill** It was noted that the Government has hinted that we should expect the long awaited Social Housing Regulation Bill in March. This will enact many of the changes that were set out in the White Paper, specifically giving the Regulator of Social Housing (RSH) the power to inspect against the new Consumer Standards. **4. Social Housing Professionalisation Review** The Government also announced a review of current professional standards of staff in the social housing sector. The working group to develop proposals will be comprised of the Chartered Institute of Housing (CIH) and the Tenant Participation Advisory Service (Tpas) together with a couple of housing associations. The Chief Executive advised that Soha is already looking at career development and more standardised professional training for staff as part of our Organisational Development Strategy work. **5. RSH Consultation on Tenant Satisfaction Measures** The Regulator has launched a consultation on its draft Tenant Satisfaction Measures (TSM). It will use these measures to judge whether we are delivering quality services to our residents and as a benchmarking tool across the sector. The TSMs have been shared and discussed with the Members' Forum, who have established a working group to consider the proposed measures in detail and provide their feedback to the Regulator. **6. New Associations in Oxfordshire** The Chief Executive commented that we had seen an increasing number of housing associations looking to expand their development programmes in our area of operation. This includes partnership working between associations and investment funds. **7. Three District Councils in Top 10 for New Homes Built in 2021** The Chief Executive advised that three of our local district councils are among the top 10 highest builders of new homes as a percentage of current homes.	

8. SODC and VOWH Rough Sleeper Count at Zero for First Time since 2013 The Chief Executive advised that South and Vale Councils have reported a zero figure for rough sleepers since 2013. Soha's input has been as a provider and champion of housing first approaches to address local homelessness. **8. Placeshapers' Reports and Lobbying Work** The Chief Executive advised that Placeshapers has launched a new report called 'Levelling up: stay local go far' which aims to place housing associations at the centre of Government thinking about how to deliver the levelling up agenda. She also advised that we will be participating in a lobbying meeting alongside Placeshapers and Peter Denton, the CEO of Homes England to discuss the funding of regeneration projects as well as providing additional homes. <u>Internal Update</u> **1. Covid-19 Update** The Chief Executive advised that since writing her report the guidance has changed again and we have re-introduced working in the office and will re-open reception from next week. **2. Service Update** The Chief Executive advised that we have managed to return to offering our usual high levels of service for call answering since the challenges we faced before Christmas and the first week of January. Issues pre-Christmas have fed through into some of the satisfaction results shown in the STAR survey. She advised that we continue to experience issues with contractor availability and performance. This includes sickness due to Covid, the need to self-isolate and problems with recruitment. We are working closely with our contractors to seek improvements to current service levels. **3. Potential JV Update** The Chief Executive advised discussions are ongoing between Hyde, Cottsway and us regarding the establishment of a jointly owned development company. She commented that progress lacks urgency, but we hope to bring a proposal to the Board in March. The Head of Development commented that he is keen to speak to housebuilders and developers regarding additional units and asked Board members to forward details of any contacts they may have.	

4. 2022 – Soha's Year of Data

The Chief Executive advised that we are proposing to carry out a comprehensive data collection exercise in 2022 which will enable us to improve services and also assist with the delivery of our EDI and Environmental Strategies.

A member commented that the recent Friday Presentation by the Chief Executive and Nikki Qureshi on data collection would be useful for Board members. The Governance and Regulation Manager agreed to forward a link to the recording.

ME

5. External Influencing

The Chief Executive advised that she had been involved in a roundtable discussion on long term solutions to homelessness and has also been interviewed for a report published by the Disruptive Innovators Network and Campbell Tickell on senior leaders offering their insights into the thinking which is driving emerging operating models. More details will follow when available.

6. Office Refurbishment and Re-opening

The Chief Executive advised that refurbishment work to the first floor is virtually complete and will soon be available for staff to use. The opening event which had been scheduled for late last year will probably take place in March, but details will be communicated to Board and Members' Forum when agreed.

7. Communications Update

An update was provided as shown in Appendix A of the report.

8. Regulatory Judgements and HOS Update

An update was provided as shown in Appendix B of the report.

That the Board notes the update.

Only Board Members, the Head of HR and the Company Secretary were present for this part of the meeting.

44. SHPS Pension Consultation

The Chief Executive presented the report to review the outcomes of the staff consultation and for the Board to finalise the pension decision.

STRICTLY CONFIDENTIAL

Confidential items were discussed. Further information is contained within the Confidential Minutes.

Resolved: **That the Board discussed and agrees the pension offer to Soha staff approved at the meeting in November 2021 and as detailed in the report.** ***SLT members and observers were then asked to re-join for remainder of the meeting.*** **45. Annual Review of Risk Appetite** The Chief Executive presented the report to ask the Board to review and approve Soha's risk appetite statement. She reminded members that Soha's risk appetite is defined against a set of nine domains. The Chief Executive confirmed that the Audit and Risk Committee considered the risk appetite statement at their meeting earlier this month and proposed two sets of amendments to the existing statement. These were to rename the 'Impact' domain to 'Innovation' to make it clearer and more accessible and to reframe the Asset Management domain to focus on a willingness to dispose and regenerate our properties rather than on stock condition. The Committee recommended that no changes to ratings were required. A member asked if we had reflected on our risk ambition enough and where we needed to pitch ourselves. She asked if there was a gap between risk and ambition? It was agreed to review these points following the Budget decision next month. **Resolved:** **That the Board discussed and approves Soha's risk appetite statement.** **46. Risk Review including Sector Risk Profile 2021** The Chief Executive presented the report to ask the Board to review and approve the Top Live Risks, to note the work of the Audit and Risk Committee in reviewing the risk register (top risks and best practice controls) and to review the areas of risk detailed in the Sector Risk Profile (SRP). She asked the Board to: review if the risks detailed in the Top Live Risk Register remain appropriate and have considered the risks identified by the Regulator in the SRP, whether the controls we have in place mitigate the risk to an acceptable level and if there are any risks we haven't considered. She advised that SLT and the Audit and Risk Committee regularly review the register and best practice controls in detail.	**KW/NH**

The Chair then invited questions from members.

A member suggested that it may be helpful to provide a description of the 1-5 scale for impact and probability to see what would break the business. However, it was noted that a fuller description is contained within the Risk Management Framework including the types of impact considered.

A member asked if we had considered stress testing the risk register to see what the impact would be if risks were compounded. It was noted that we have mitigations in place to reduce the severity.

A member commented that she expected the risk on data quality to be higher when linked to stock condition and contractor issues and perhaps this risk should be more clearly described? It was noted that we do have regular data integrity audits carried out by our internal auditors especially in areas such as asset management.

Resolved:

That the Board reviewed and approves Soha's Top Live Risks and notes the work carried out by the Audit and Risk Committee during the last year.

47. Continuous Improvement: Learning from Feedback and Issues

The Director of Housing and Communities presented the report which focuses on the distinction between Anti-Social (ASB) and Unwelcome Behaviour and Soha might adapt its approach to resolve issues quicker and to the satisfaction of residents.

He advised members that since April 2021, we have received 44 formal complaints of which five relate to the Housing team and two specifically mention ongoing issues with anti-social behaviour. In addition, there are seven informal complaints that relate to continuing anti-social behaviour.

The Director of Housing and Communities explained the difference between what are considered acts of anti-social vs unwelcome behaviour and whose responsibility it is to try and resolve these. He also took members through a series of case studies to highlight the differences and to identify any learning from them. He presented detail on what other HAs do and the advice and support they offer to their residents.

The Chair then invited questions from members.

A member asked at what point would Soha intervene in a case of

ASB. The Director of Housing and Communities advised that as a landlord it's about striking the right balance and there isn't necessarily a point at which certain things happen. Residents need to have clear information on what is and isn't Soha's responsibility and it was noted that the approach used by Cottsway is helpful in providing residents with the correct routes to use. A member asked about using a localities-based approach. It was noted that Soha is about to introduce this approach across the Housing and Repairs teams. It will enable staff to spend more time getting to know the residents and help identify any issues before they become a problem. The Head of Housing advised that we do use an external mediation service which has produced an 80% resolution rate. We also use conflict coaches which has been reasonably successful. A member asked how we manage vexatious complaints. It was noted that there is a clause in the Complaints Policy relating to vexatious issues and it was agreed to think about how this could be included within the ASB Policy.	**MA/JMC**
A member asked if there was a clear framework which the staff work within. It was confirmed that we have a clear approach for managing these situations with agreed action plans and timescales. Members agreed that we shouldn't be trying to resolve all situations but try to achieve the middle ground by signposting to partners and using mediation alongside some self-guided information available on the website and also raising awareness via Hometalk. It was noted that it would be useful to share this information with shared owners.	**JMC**
Resolved: **That the Board discussed and notes the report.** **48. Development Update** The Head of Development presented the report to ask the Board to consider a development agency agreement with the Oxford Community Land Trust (OCLT). He advised that Soha has been working with OCLT on an informal basis to help them get established as a registered provider and by providing advice on consultant selection, contractor procurement and financial modelling. The Head of Development advised that OLCT has identified a piece of land in Botley on which they want to build seven units for social rent	

and which they are able to secure grant funding for, but they now want to formalise the arrangement with Soha to provide agency services. We are proposing a fee for these services of £20k. He advised that we have carried out some due diligence work and the risks to Soha are financial and reputational but these are relatively low. A member commented that she was pleased to see the proposal and was supportive of Soha's involvement in the project. A member asked about the potential impact on workload. It was noted that there will be an impact but its only one scheme which can be absorbed by the Development team. Another member was also supportive of the agreement and felt that it was a good match in terms of Soha's mission and values. A member questioned whether £20k was an appropriate sum for the level of work already undertaken and the amount of work still left to complete. The Head of Development advised that the fee had been discounted in line with our charitable objectives. It's also an experiment for Soha and if we did decide to set up more development agency agreements, we would do this on a more costed basis. A member asked about the timescale for completion of the units. The Head of Development advised that work will start on site from next week and an estimated build period of ten to twelve months. **Resolved:** **That the Board approves entering into a development agency agreement with Oxford Community Land Trust.** **49. Board Member Declarations of Interest** The Governance and Regulation Manager presented the report to ask the Board to consider and agree how we will make Board member declarations of interest publicly available. She advised that as part of demonstrating compliance with the new Code of Governance, we are required to make a register of Board member declarations of interest publicly available. There was some concern among Board members about the level of detail that should be shared and in the essence of time, it was agreed to consider this point further outside of the Board meeting. The Governance and Regulation Manager confirmed that she would email all Board members to ask what information, if any, they wouldn't	**ME**

want to be shared on Soha's website and silence would be taken as consent to publish the detail from the annual declaration of interest forms. **Resolved:** **That the Board notes the report and will confirm via email their decision regarding the sharing of declarations of interest on Soha's website.** **50. Review of Key Performance Information for Q3 2021/22** The report was presented by members of the Senior Leadership Team to update the Board on financial and operational performance for the quarter ending 31 December 2021. <u>Performance and Key Trends Report</u> The Director of Finance and Resources introduced this report and noted some of the key highlights. She advised we had an operating surplus, before interest, of £14.3m which is £0.9m above budget. The main drivers were reduced responsive repairs and planned maintenance expenditure due to issues experienced with contractors' availability of resources and labour, although we are seeing expenditure levels beginning to stabilise. Members remained concerned about the target for re-let times as it currently stands at 55 days which is outside the revised target of 45 days. The Director of Housing and Communities advised that he will be bringing a report to the next Board meeting to outline the points contributing to the issues. The report will also include an action plan with timescales to enable the Board and Soha to track progress.	**MA**
A member suggested that it would be helpful to separate the properties which are proving difficult to let alongside an explanation of major and minor void works. This was agreed.	**MA**
The Director of Housing and Communities advised that he also wants to include some information on rent arrears and our plan for reducing these at the next Board meeting.	**MA**
A member asked about the progress with Sava Intelligent Energy and being able to produce accurate SAP rating data. The Director of Property Services confirmed that the software will be going live next week, and we will be able to provide the data for the next quarterly Performance Report (brought to the Board in May).	**LH**

STAR Survey

This report was noted and no questions were raised.

ATFS Economic Review

This report was noted and no questions were raised.

Resolved:

That the Board discussed and notes the performance report.

51. Landbanking Policy

The Head of Development introduced the report but informed members that he would like to postpone the approval of the policy to the Board meeting in February to enable him to include additional feedback received just before this Board meeting.

He asked if there were any other questions to be raised.

A member asked whether the value of the land is assessed at point of purchase or when we develop, particularly if the value has reduced or increased. It was confirmed that we value at the point of development.

Resolved:

That the Board notes the intention to postpone approval of the Landbanking Policy until the Board meeting in February 2022.

52. Code of Conduct – Housing of Employee's Relative

This report was for information only and no issues were raised.

Resolved:

That the Board notes the update.

53. Any Other Business

None.

54. Date of Next Meeting

The date of the next Board meeting will be Thursday, 24 February 2022 at 6.00pm via MS Teams or at Soha's office (location to be confirmed nearer the time).

The date of the Board meeting in March will be 24 March 2022 at 6.00pm (a change from the original date of 31 March 2022). At the

moment, this meeting is provisional, and confirmation will be provided closer to the date. We would therefore appreciate Board members holding 24 March in their diaries. The meeting ended at 8.10pm. Signed:___________________________ Date: ________________	