Minutes of Meeting

Meeting: Board Meeting
Date: Thursday, 24 July 2025
Time: 6.00pm
Venue: Board Room, Soha's Office

Present:

Naomi Barrand	Dave Lakin	Hayley Smith
Victoria Dingle	Emma Luddington	Martyn Thorne
Jenny Ekelund	Peter Nkum	Kate Wareing
Mark Goldring (Chair)	Peter Sloman	

Apologies:

Janet Crooks David Mody

Also in attendance:

Matt Archer, Director of Housing and Communities
Nasreen Hussain, Director of Finance and Resources
Andy Tollett, Director of Property Services
Craig Dransfield, Head of Development
Dave Edge, Head of Business Transformation
Penny Finburg, Head of Finance and Treasury
Jo Worth, Complaints Manager
Marisa Elliott, Governance and Regulation Manager / Company Secretary

Observers
Margaret Buckell, Members' Forum
Clive Jepson, Members' Forum

Announcements

The Chair welcomed Margaret Buckell and Clive Jepson from the Members' Forum as observers.

The Chair advised that Janet Crooks has decided to resign from the Board as from 3 July 2025. He explained that she had taken a period of absence from Board duties from March to June due to increased work and personal commitments but after this period, she decided not to continue as a Board member. However, she would like to remain as a co-opted member of the Audit and Risk Committee subject to Board approval. This was agreed.

The Chair confirmed that he had approached Dave Lakin to stay for an additional year beyond his six year tenure both as a Board member and as Chair of the Audit and Risk Committee. He has confirmed that he would be interested in continuing in both roles until September 2027. The Board approved the proposal.

The Chair advised that we will commence recruitment to replace Janet imminently and we will be seeking someone with finance skills and expertise who has a recognised financial qualification.

The Chair announced that this would be Jenny Ekelund's last Board meeting before she has to step down from the Board at the AGM on 4 September. He wanted to extend his thanks for her hard work, expertise and dedication over the last nine years.   There will be the opportunity for a proper farewell at the Board dinner on 3 October, but he wanted to formally thank her.

Resolved:

That the Board approved:
a. Janet Crooks as a co-opted member of the Audit and Risk Committee as from 3 July 2025; and
b. An extension to the Board member tenure for Dave Lakin to September 2027.

Declarations of Interest

There were no new declarations of interest.

93a. Approval of Minutes	**Actions**
The minutes of the Board meeting held on 22 May 2025 were approved. **Resolved:** **That the minutes of the Board Meeting held on 22 May 2025 be signed as a true and accurate record.** **93b. Audit and Risk Committee Minutes** The Chair of the Audit and Risk Committee gave an overview of the meeting held on 2 July 2025. He advised that some of the items discussed at their meeting were on the agenda for this evening's meeting. However, he asked the Board to note the detailed discussion on risk and the findings from the H&S report commissioned from Ark. He confirmed the recommendations have been developed into an action plan which will be kept under review by the Committee and	

monitored by the Board.

Resolved:

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

93c. Soha Response Board Minutes

The Chair of Soha Response gave an update on the meeting held on 14 July 2025. He advised that it has been a busy period as we move from mobilisation to business improvement.

He confirmed that a key focus is recruitment as currently there are ten vacancies across the trade operative and office based roles. He advised that there are issues with the management statistics and work to the management report and KPI monitoring remains a priority.

The Chair of Soha Response commented that we are closely monitoring productivity and the quality of work. However, he noted that we are under budget and satisfaction remains high at an average score of 9/10 per job.

He confirmed that we are regularly joined by Members' Forum portfolio holders at Board meetings which has been a useful addition and enables the Board to hear resident voices.

Resolved:

That the Board notes the minutes of the Soha Response Board meeting.

94. Matters Arising Tracker and Wallboard Ideas

Items 49 & 55 - Update on the MD Repair Backlog
An update is included within the CEX Key Issues report at item 95.

Items 52bi, 63, 66, 79iii, 87ii, 89ii
These items are not yet due.

Items 81i, 88, 89i
These items are on tonight's agenda.

Item 79i - Report on Overdue Fire Safety Actions to the RSH with the Board
The Chief Executive confirmed that we have submitted a report to the Regulator. We have received an acknowledgement but no response as yet.

Item 79ii - Notifying Insurers and Affected Residents of the Overdue FRA Actions

The Director of Property Services confirmed that affected residents have already been informed of overdue actions via CLC to enable them to carry out inspections. Residents are then advised of replacements or any further works required. He felt that as this is part of our normal day to day business, we do not believe we need to advise our insurers.

Wallboard Items

The Chair advised that he didn't propose to discuss any items but to advise the Governance and Regulation Manager if there are any additional items to add.

Reports

95. Leadership Team's Key Issues Update

The Leadership Team provided an update to members on key external trends and internal issues.

External Update

1. Awaabs Law Detail Announced

The Chief Executive advised the government has announced details regarding the first phase of Awaab's Law which is due to come into force in October 2025. It provides definitive timescales for landlords to deal with emergency HHSRS hazards alongside significant cases of damp and mould. We are aiming to train additional technical officers or surveyors to be able to make the emergency diagnosis alongside external training for all front facing staff on recognising hazards. The IT team is also developing an app that will make it simple for hazards to be reported and a secondary app to manage cases so we have a golden thread of evidence.

2. Electrical Safety Checks – New Requirements

The Chief Executive advised the government is introducing legislation to make it mandatory for social landlords to carry out five yearly fixed wire testing and PAT (portable appliance testing) testing of landlord provided items. We have been carrying out testing for many years and the vast majority of our stock has up to date certificates. There are circa 80 properties where access has been an issue, despite us issuing multiple letters up to and including solicitors letters. We must be fully compliant by May 2026 and may need to seek injunctions if we are unable to gain access.

3. Spending Review Announcements

The Chief Executive advised that the recent spending review included three very welcome announcements for housing associations including: a) £39.4bn capital funding for affordable housing over the next decade. b) A ten year rent settlement at CPI + 1% c) A consultation on rent convergence. If this is implemented, it will provide approximately £3m per annum in additional rental income for Soha which we estimate would enable us to increase development capacity by 25% from 200 new homes to around 250 per annum. **4. The Crime and Policing Bill 2025** The Chief Executive advised that the Crime and Policing Bill 2025 introduces reforms aimed at tackling serious violence, rebuilding public trust in policing and strengthening responses to anti-social behaviour (ASB). She noted that the Bill gives new provisions for housing injunctions and enhances our ability to address ASB within residential settings. These strengthened injunctions will provide more robust legal mechanisms to deter perpetrators and protect victims ensuring safer and more harmonious living environments. **5. Housing Ombudsman – Learning from Severe Maladministration** The Housing Ombudsman has published two recent reports on their learning. These are a spotlight report on repairs and maintenance - repairing trust, which mainly featured landlords' relationships with contractors and learning from severe maladministration which looked at how landlords can 'renew and improve' relationships with leaseholders. **6. Introduction of STAIRs (Social Tenants Access to Information Requirements)** The Government announced earlier this month, the timescale for the introduction of STAIRs. The scheme enables residents to request information about the management of their homes. From October 2026, providers will be required to proactively publish information about the management of their homes. This will include performance data, governance and decision making, policies, spending and housing stock. Soha is about to commence work on a new website and the required information will form part of this. From April 2027, landlords will be expected to provide tenants with access to information on request and for free. Examples include: health and safety inspections, repair actions and repair times, or tenants experiencing damp and mould could request information on how many other homes in their building have the same problem and what action the landlord has taken in terms of repairs.	

However, full details and guidance for landlords is still to be provided. **7. Gateway Site** The Chief Executive commented that we have picked up from the local press that SODC have decided that they no longer wish to proceed with their plans to build their office on the Gateway site. This means that the master plan for the Gateway site (which includes our office) will now need re-working. Press reports state that the £10m that SODC will save from not pursuing this option will be spent on buying homes to rent out at social rent. Whilst we are pleased that this will increase the supply of social rent homes locally, we would like to see them maximise the number of new homes they could provide by partnering with local housing associations. That approach would enable the delivery of about eighty new homes rather than the circa thirty they will be able to purchase debt free. We have made this case to them before but were told that the political imperative was to own homes as a council. However, we will speak to them again regarding this and the monies we have already outlaid.	
<u>Internal Update</u> **1. Soha Response Performance and Recruitment** Already discussed at item 93c as part of the Soha Response Board minutes. **2. Fire Risk Assessment Actions** The Director of Property Services advised there are 67 outstanding actions from the 2023/24 program, a reduction of 99 since the last Board meeting. He noted that this includes 17 actions relating to Cholsey Meadows which Soha is not responsible for and we continue to work closely with the freeholder to complete the works. He advised that as agreed with the Board at the last meeting we have written to the Regulator of Social Housing regarding the outstanding actions, the actions we have undertaken to date and our expected timetable to complete the outstanding works. He noted that our contractors, CLC, continue to prioritise work to complete the remaining actions which we anticipate will be by the end of August. In addition, we now have 65 medium risk actions from the 2024/25 program, down from 113, which have just become overdue. We are following the same process to get these actions closed out as soon as possible. This will remain on the Board agenda until all overdue actions are	

closed. We have agreed a different process for future FRA inspections which will result in orders coming through more regularly rather than in batches following annual or three-yearly inspections of all relevant properties.

3. MD Contract Finalisation – WIP and Accruals
The Director of Property Services confirmed that the contract with MD has now come to an end and we are closing out any jobs with them. Any that have not been completed have been raised to United Living which totals 204. We have a dedicated technical officer dealing with the finalisation of all outstanding invoices, and we expect this to be concluded by the end of January.

4. Potential Stock Acquisition
The Chief Executive advised that a major national landlord is seeking to dispose of 164 of their homes in South and West Oxfordshire. Further information is contained in the Confidential Minutes.

5. Housing Ombudsman Maladministration Judgement
The Chief Executive confirmed that since the last Board meeting we have received one maladministration judgement in our response to a resident's complaint about our handling of repairs and request for compensation. Soha was ordered to pay £300 in further compensation in addition to the £200 already offered and to ensure that works have been completed. This work is ongoing.

In July 2025, we received one service failure determination (more minor than a maladministration judgement) in Soha's decision to remove a timber conservatory from a property. Compensation awarded was as per our response. Soha has been ordered to visit the resident to consider further remedies.

6. ARK Report and Work to Strengthen our Health and Safety Frameworks
The Director of Property Services advised that we engaged Ark Consultancy to carry out an audit on our landlord health and safety compliance with a particular focus on the big six plus damp and mould to assess compliance with the Consumer Standards and to identify weaknesses in our processes. The report and conclusions were presented to the A&R Committee earlier this month as detailed at item 93b. Ark identified a number of weaknesses (which we were expecting) and since this time we have developed a detailed action plan which we are working through systematically to ensure we address the issues.

7. Potential Issue with some Shared Ownership Leases
The Chief Executive confirmed that we have been in discussion with the Council and they have agreed that they would not pursue the terms of the S106 as the properties are not built within a Designated

Protected Area (DPA). We are now in negotiation with the solicitor acting for a purchaser of one of these properties, in the hope that we can satisfy them that the wording in relation to the properties being kept as shared ownership in perpetuity in the S106 can be ignored.

8. Update on Dexia Funding and Potential Sale of Dexia Loan to Deutsche Bank
The Chief Executive advised that we were approached by Dexia earlier this year about our historic loan facility with them and our appetite for early repayment of it. In conjunction with Savills (our treasury advisors), we have been in negotiation with Dexia regarding the terms. However, in early July we were informed that Dexia will not be going ahead with our offer and our debt will be sold to Deutsche Bank on existing terms.

9. Pulse Survey Results
The Chief Executive advised that we carried out a pulse survey of all staff in July to understand how the launch of Soha Response had felt from their perspective. We are keen to ensure staff feel well supported and communication is effective to maintain employee morale and wellbeing. The results from Survey Initiative are due towards the end of July.

10. Board Recruitment
Discussed earlier in the meeting.

11. Future Board Meetings Survey
The Chair noted the responses to the survey and thanked Board members for their input. He advised that there may be changes to the meeting timetable for 2026 if we decide to hold fewer Board meetings or use working groups to reduce the length of agendas.

12. External Governance Review
The Chief Executive advised that the scope for the Governance Review was being shared with the Board to ensure that we are focusing on the correct areas and to enable further thoughts or comments to be submitted prior to commissioning the review.

13. Meeting Timetable 2026
The meeting timetable for 2026 was noted and to advise Marisa if there are any clashes with dates.

14. Regulatory Judgements
An update on the latest judgements was provided as Appendix D of the report.

The Chair then invited questions and comments from members.

A member enquired about capacity and resourcing implications following the introduction of Awaab's Law and the ongoing work to complete the stock condition surveys. The Director of Property Services advised that we have already started implementing a plan to manage this going forward. He noted that some of the workload of the technical officers has moved to Soha Response and this has enabled the re-deployment of two technical officers. They will receive intensive training to assist with the work associated with significant hazards. Frontline staff will also receive training on how to recognise hazards.

A member asked if we should be investing more resource into completing a higher number of stock condition surveys per year. The Director of Property Services confirmed that the technical officers will also be completing the surveys with the aim of holding a survey for every property by October 2027.

Resolved:

That the Board notes the update.

96. Annual Report of the Audit & Risk Committee for the Year Ended 31 March 2025

The Chair of the Audit and Risk Committee presented the annual report of the Committee to the Board.

He advised that to assist the Audit and Risk Committee in carrying out its review of the effectiveness of Soha's system of internal control, an annual report was made to them by the Senior Leadership Team. The report was also accompanied by a signed statement on the 'assessment of the effectiveness of internal control' by all members of the Executive Team. It is this statement that the Committee recommends that the Board approves and includes in its report in the accounts for the year ending 31 March 2025.

The Chair of the Committee gave an overview of the work carried out by the Committee during the year. He also advised the Committee had met both sets of auditors without officers present.

The Committee reviewed the performance of the external auditors, Bishop Fleming, and found it be excellent. He advised members that the preparation of the year end accounts had gone smoothly this year and the timetable had been monitored by both officers and the Committee. No concerns were raised by Bishop Fleming from their audit work.

The Committee also reviewed the performance of the internal auditors, RSM and found it to be excellent. No concerns were raised, and the Committee is satisfied there had been no improper restriction on the scope of internal audit and that the independence of the auditors had been maintained.

The Chair of the Committee confirmed they had received internal audit reports from RSM throughout the year and monitored the progress on the actions arising from the audits. The Committee is pleased to inform the Board that out of twenty seven actions, eighteen have been completed and nine are on track to be completed as per timescale.

The Chair of the Committee commended the work of the Finance team and the comments made by the internal auditor on the quality of the documents and how they have been produced.

Resolved:

That the Board accepts the annual report of the Audit & Risk Committee for the year ended 31 March 2025.

97. Statutory Accounts for the Year Ended 31 March 2025

The Head of Finance and Treasury presented the financial statements for the Group showing the Group and the Association position. She noted that financial statements have also been prepared for Soha Response (formerly Soha Neighbourhood Services Ltd) and SIB Property Limited.

She advised the Group accounts show good comparative performance in a challenging year with high and significant cost pressure around responsive repairs.

Some of the key financial indicators show that total operating costs alongside both operating and overall surpluses for the Group differ from last year. The total operating costs were £40.1m (2024: £36.9m) which is an increase of £3.2m from the prior year, which was within the approved budget for 2024/25. Increases from the prior year can be summarised as:

a) £0.4m - Soha Response set up costs
b) £1.2m - responsive repairs costs driven by increased volume of repairs at higher average costs
c) £1.6m - increased operating cost driven by inflation around staff, IT and insurance.

Operating surplus was £24.6m (2024: £20.6m), £3.9m higher than the previous year. Overall surplus after interest was £9.1m (2024: £6.3m), £2.8m higher than the previous year. Total property assets sales generated a surplus of £4.9m (2024: £4.3m). This is made up of £1.7m from first tranche shared ownership sales, £3.2k from the sale of other fixed assets, staircasing of £1.6m and other property sales of £1.6m.

The Head of Finance and Treasury drew members' attention to the

proposed audit management letter from Bishop Fleming, our external auditors. She advised that the letter contained minor points with a positive audit opinion. She confirmed that the Audit and Risk Committee had considered the accounts and the proposed letter of representation at their meeting on 2 July and recommend that this be signed by the Chair on behalf of the Board. The Chair then invited comments and questions from members. A member enquired if the Members' Forum had raised any questions on the accounts. Margaret advised that there was some discussion on the amount of interest we pay, although it was noted that the majority of our debt is now on fixed rates. There was also a query on the headline social housing cost per unit of £5,052 which is slightly lower than the median quartile. The Forum were reminded that we are comparing to sector costs from 12 months ago and with high levels of inflation in the economy during 2024/25, it is more likely that we are operating at the upper median quartile. However, we are comfortable with our cost position as it includes carbon zero spend and will increase in line with projected levels of investment in existing homes. A member noted that we seem to be moving towards a persistent excess surplus and suggested that the Board consider whether there is an opportunity to invest in other projects. There was some discussion on whether we use the entire surplus on building new homes or split it between a range of options. However, we will need to ensure continued compliance with lender covenants and retaining our financial viability rating. The Chief Executive advised that we do have choices in terms of how we use our surplus and agreed this should be considered further.	**KW**
Resolved:	
That the: **1. Statutory accounts for the year ended 31 March 2025 are approved by the Board and are recommended for adoption at the AGM.** **2. Proposed letter of representation be agreed and signed by the Chair on behalf of the Board.** **3. Board agrees the contents and the Chair be authorised to sign the proposed letter of support for SIB Property Limited with the text set out in Appendix C of the paper.**	
98. Annual Treasury Plan 2025/26 The Director of Finance and Resources presented the report following	

approval of the Business Plan 2025/26 at the Board meeting in May.

She advised that we have delivered on the key recommendations from the previous Annual Treasury Plan 2024/25, which were to:

a) Raise additional £100m fixed rate debt to meet Business Plan liquidity requirements and to reduce interest rate exposure
b) Align:
    - interest cover ratio definition with Barclays to the other banks (Santander, Virgin Money and Danske Bank) – on an EBITDA only basis
    - the Barclays gearing ratio definition to the other Banks
    - the interest cover threshold with Santander to the other banks

The Director of Finance and Resources that we currently have total facilities of £488.3m of which £351.3m had been drawn down by 31 March 2025, leaving £137m of undrawn and available facilities. She noted that 86% (£302.3m) of the facility is on a fixed rate basis. This includes £50m of the Dexia callable fixes which can be cancelled at the bank's discretion.

The Director of Finance and Resources advised that in the Annual Treasury Plan, funding from a new facility is not required during the year. She noted that from 2027/28 we are projecting to fully drawdown the revolving credit facilities (RCFs) and we will start to seek a new facility during the latter half of 2026/27 i.e. a year before the requirement.

Resolved:

That the Board approves the Annual Treasury Plan 2025/26. This includes the recommendation that Soha engages with both Santander and Barclays to extend the current maturities of the RCFs by at least one year (to Feb 2028) or up to 3 years (to Feb 2030), depending on cost implications.

99. Mitigation Plan 2025/26

The Director of Finance and Resources presented the report to ask the Board to approve the Mitigation Plan 2025/26.

She advised that the mitigation plan has been developed and updated to help us consider what we would do if the Business Plan breaks. She advised that it isn't a full recovery plan, but it does outline cost savings, an evaluation of the impact on Soha and its residents and in what order we may do this. The order is not definitive but it has allowed us to think through all the options available to us.

A member enquired if we should consider and set an amount for void spend. This was agreed. **Resolved:** **That the Board approves the Mitigation Plan 2025/26 subject to the amendment mentioned above.** **100. Draft Communities Strategy 2025-28** The Director of Housing and Communities presented the new strategy which outlines our approach to our work with residents and partners in our communities and aligns with the Corporate Plan 2025-30. The Communities Strategy is the only Soha strategy that requires the approval of shareholding Members. He advised that based on the views from residents from a range of consultation methods over the last few months, and the objectives we've been working towards over the past five years, our primary focus areas for the next three years are: a. Broadening Participation - we'll create more inclusive ways for a wider range of residents to get involved and have their voices heard. b. Building Partnerships - we'll work more closely with local partners to address broader community issues and deliver long-term impact. c. Devolving Power Locally - we'll shift more decision-making to a local level — through more clearly understanding and articulating resident-led priorities, changing how we deliver our services, putting a premium on a relational service model (including in-person visibility) and thinking about how we use our power for maximum local impact. The Chair then invited comments and questions from members. A member asked if the plan was ambitious enough. If there was more money and staff time available, what else would we want to deliver? Also, how radical do we want be in terms of being a mutual association? There was some discussion on how we attract younger people to get involved and how we recruit more females to work for Soha Response (this has already been discussed by the Soha Response Board). A member suggested that we need to make more use of social media platforms such as TikTok and Instagram. A member was supportive of increasing our identity as a community mutual and commented on some of the examples shown in Appendix E of the report. It was noted that it would be feasible to include some of these in the strategy but it needs to be explored further and assign some costs against each one. The Director of Housing and Communities advised that a fuller discussion on mutuality will be considered by the P&R Committee in November including the trade-offs.	NH

A member suggested adopting social research methods to assist us in knowing what residents want and need from Soha particularly from those who have the greatest need but the quietest voice. A member enquired how we will measure the impact and health of partnership offers and whether the objective is delivering the best for each partner. The Chair summarised the discussions and noted that we should look to be more ambitious in some areas. The Director of Housing and Communities agreed to review what this would look like and bring a report to the Board in the autumn including a financial plan (before the budget setting process). **Resolved:** **That the Board discussed and approved the draft Communities Strategy in advance of final approval by shareholding Members at the AGM.** **101. IT Strategy 2025-30** The Head of Business Transformation presented the new strategy for approval. He advised that following discussions at the Board meeting in March, he has refined and updated the strategy to provide a comprehensive review of the IT environment. The approach has been discussed with staff, residents and the Board and has been compared with our peers. He advised that the strategy will provide a 'best of breed' solution rather than one system for everything. The Head of Business Transformation noted that the strategy is ambitious and by 2030 we expect a range of objectives to be delivered including: maximising staff productivity and operational efficiency, enhance resident experience and digital interactions, support full regulatory compliance, fully embrace cloud-based technologies and transition decisively to market-leading software solutions A member enquired if the strategy is in line with the budget and if it can be delivered with the existing staff structure. The Head of Business Transformation confirmed that it is within budget and current IT staff will be carrying out less patching and updates to the systems as these will be done by the suppliers going forward. **Resolved:**	**MA**

That the Board approves the IT Strategy 2025-30.

102. Performance Report Q1 2025/26

The report was presented by members of the Senior Leadership Team to update the Board on financial and operational performance for Q1 2025/26.

Performance and Key Trends Report

The Head of Finance and Treasury presented this report and noted some of the key highlights.

She advised we had an overall surplus of a healthy £2.4m which includes £0.6m from property sales. Budgeted surplus after interest was £0.8m, actual surplus after interest was £1.8m, a favourable variance of £1m (117%).

The Head of Finance and Treasury advised that average re-let time stands at 18 days which is within target of 22 days (Q1 2024/25: 27 days) and void loss is 0.86% against a target of 0.75% (Q1 2024/25: 0.75%) reflecting more larger voids requiring extensive works. It was noted that Q1 rent arrears levels stand at 4.30% against a target of 3.80% (Q1 2024/25: 4.30%). An additional resource has been appointed to support us through Managed Migration.

She advised that resident satisfaction for rented homes shows upper quartile for 5 out of 13 measures, and at upper median quartile for 6 other measures. The one at the lower median is repairs in the last 12 months. For shared ownership we are above the upper quartile for all 9 TSM measures.

She asked the Board to note a notable variance relating to Planned Maintenance spend of £349k (12%) as we are seeing a higher refusal rate for replaced components than anticipated. The team will be working with the Finance Business Partner to improve budget phasing and forecasting and are working to reduce refusals.

A member enquired regarding the reason(s) for the higher refusal rate. The Director of Property Services advised there were a number of reasons but the main one is the upheaval when works are carried out especially with kitchens and bathrooms.

In addition, he advised that some residents have replaced their own kitchens and bathrooms so have no need for Soha to do it. He advised that we are looking to separate the refusals from those who have replaced components themselves. A member asked for additional narrative in future performance reports. **AT**

A member asked whether the kitchens and bathrooms need to be replaced despite the requirement in the Decent Homes Standard. The Director of Property Services advised this question will form part of the discussion at the Board Away Day in October.

A member asked what the impact is on not having full capacity at Soha Response and where the information on other contractors is in the performance report. The Director of Property Services advised that we won't allow the WIP to grow beyond a certain number or the time taken to complete a job to breach our own timescales. In either case, we will use United Living to assist but this will cost us more. He advised that we are permanently recruiting for Soha Response trade operatives. In respect of the contractor information, this is being managed through Soha Response and we are currently working on improving the management information.

Resolved:

That the Board discussed and notes the report.

103. Complaints Performance and Learning Review 2024/25

The Complaints Manager presented the report to update the Board on complaint handling performance for 2024/25.

She provided some of the key highlights from the past year including a reduction in stage 1 complaints of 11% but an increase in stage 2 complaints of 180%. She noted that whilst a reduction in stage 1 complaints is positive, they are becoming more complex and residents are using AI to compile their complaint. She advised that the increase in stage 2 complaints is due to residents wanting to go to the Housing Ombudsman which they are unable to do until Soha's process has been exhausted.

The Complaints Manager confirmed that the main area of complaints is still repairs (65% of all complaints received which is common within the sector) with quality of the repair and communication being the main causes for concern. However, since the introduction of Soha Response we have seen a decrease of 37% for both overall and repair complaints compared with the same period last year.

The Complaints Manager advised that learning from complaints has resulted in changes including to the complaints process and policy, improved our complaint templates to offer clarity, structure and tone, updated our feedback leaflet, giving clear guidance to residents on our complaints process and all complaint responses are now sent by the complaints team.

The Complaints Manager also drew members' attention to the Annual Compliance with the Housing Ombudsman's Code and the Ombudsman's report on the comparative performance of Soha which contains incorrect information! A member enquired about the 'locked' appointment for a repair complaint, what happens if the repair is not fully completed within that appointment and how do we know if it has or hasn't been completed. It was suggested that the Tenant Liaison Officer could call the resident on the day of the appointment to check if the works have been completed but this does need some further investigation.	**AT/JW**
A member asked about compensation for loss of earnings. The Complaints Manager advised that we do not allow for this in the Compensation Policy and there is no expectation to do so by the Housing Ombudsman. She confirmed that we consider all aspects of the complaint when considering an offer of compensation. **Resolved:** **That the Board discussed and notes the report.**	
104. Development Update a) New Format Development Reports & Programme Update The Head of Development presented the report to propose a format for development scheme reports and to provide an update on the development programme. He advised that following a meeting of the development working group, the approval process for future development schemes have been categorised and assigned a RAG rating. There is also a specific report template for each type of scheme providing relevant information for the group approving the scheme. The Head of Development provided an update on the delivery of the development programme against the actions in the Development Strategy. He advised that a full update on the programme will be provided annually with an overview report in six months' time. It was noted that both reports need to include the risks and opportunities.	**CD**
A member enquired about how the Board will be informed about the 'green' schemes as these will require SLT approval only. It was agreed to include these schemes in the six month overview report.	**CD**
Resolved: **That the Board:**	

• **Approves the delegation of green schemes to SLT for approval as detailed in the report** • **Approves the new standard format reports and the categorisation of green, amber and red schemes as detailed in the report; and** • **Notes the Programme Update report.**	
b) SP28 Land Banking Policy The Head of Development presented the policy for approval. He advised that the Board had only approved the policy in February 2025 when there was one live project. At the time, we felt that the limit of £3.5m would be sufficient but since then we have managed to source two further sites which are likely to exceed the existing limit. The Head of Development proposed to raise the land banking limit from £3.5m to £10m which would allow up to circa 70 homes to be in the land bank at any one point in time. A member asked if we feel that land banking was an ethical solution to providing more homes. The Head of Development felt it was a good opportunity to provide more social rent homes and getting them built earlier than they probably would be. A member enquired whether the policy should include how long we should land bank a site for, details on a disposal route and how we are delivering value for money. The Head of Development advised that an exit strategy is required for each land bank before a purchase is agreed and we have a level of comfort about the grant we are likely to receive before the point of contractual commitment. It was suggested that we include the table containing details of current and likely future land banking opportunities in the annual development programme update. This was agreed. **Resolved:** **That the Board approves the revised Land Banking Policy.** c) New Development Scheme Approvals **Appendix A – North Leigh** The Head of Development presented the scheme for approval. He advised that the site provides sixteen units of which eight are for affordable rent and eight are for shared ownership with Helix Construct. He confirmed that it will be a land banking transaction as we are	**CD**

intending to acquire the land with a reserved matters planning permission in anticipation of receiving grant funding. A member asked what the land payment will be as we will probably pay interest on the land bank. The Head of Development confirmed this amount is built into the new scheme report template. **Appendix B – Potential Stock Acquisition** ***STRICTLY CONFIDENTIAL*** A confidential item was discussed and further information is contained within the Confidential Minutes. **Resolved:** **That the Board approves the development site at North Leigh.** **105. Review of Top Live Risks** The Chief Executive presented the report to ask the Board to review and agree Soha's 'Top Live Risks' on the Risk Register. She advised that Appendix A of the report is an extract from Decision Time showing the top live risks. It is a snapshot of the work that we are currently doing to monitor the risks that we judge are most important for Soha to be actively managing. It is reviewed by risk owners in line with the frequency for review attached to that risk; collectively by SLT and also at each Audit and Risk Committee meeting. There were no issues raised but the Board asked for a clear, one page summary of the top live risks for future meetings.	**KW**
Resolved: **That the Board:** **1. Reviewed and agrees Soha's Top Live Risks** **2. Notes the work carried out by the Audit and Risk Committee during the last nine months; reviewing the Top Live Risk Register and the internal controls framework areas in detail.** **106. Annual Statement of Regulatory Compliance 2024/25** This item was for consent with no questions raised. **Resolved:** **That the Board confirms Soha's compliance with the:**	

1. **RSH Standard on Governance and Financial Viability;**
2. **RSH Standard on Rent;**
3. **NHF Code of Governance; and**
4. **RSH Consumer Standards.**

107. Amendment to Standing Orders

This item was for consent with no questions raised.

Resolved:

That the Board approves the amendments to the Standing Orders.

108. SP23 Gas Safety Policy

This item was for consent with no questions raised.

Resolved:

That the Board approves SP23 Gas Safety Policy.

109. Annual Review of the Assets and Liabilities Register 2024/25

This item was for information with no questions raised.

Resolved:

That the Board notes the report.

110. Annual Review of the Personnel and Remuneration Committee 2024/25

This item was for information and no questions were raised.

Resolved:

That the Board notes the report.

111. Code of Conduct – Housing of an Employee

This item was for information and no questions were raised.

Resolved:

That the Board notes the report.

112. Any Other Business

None.

113. Date of Next Meeting

a) The date of the next meeting will be the AGM on **Thursday, 4 September 2024** at 6.00pm at **Aureus School, Candytuft Way, Harwell, Didcot, OX11 6FF**

b) The date of the next Board meeting will be **Thursday, 25 September 2024** at 6.00pm via **MS Teams**.

The meeting ended at 8.30pm.

Signed:

Date: 25 September 2025