Minutes of Meeting

Meeting: Board Meeting
Date: Thursday, 23 October 2025
Time: 6.00pm
Venue: Board Room, Soha's office

Present:

Naomi Barrand	Emma Luddington (via Teams)	Hayley Smith
Victoria Dingle	David Mody (via Teams)	Martyn Thorne
Mark Goldring (Chair)	Peter Nkum	Kate Wareing
Dave Lakin	Peter Sloman	

Apologies:

Matt Archer

Also in attendance:

David Baddeley, Soha Response Board member
Rebcca Harwood Lincoln, Soha Response Board member
Tim Sadler, Soha Response Board member
Nasreen Hussain, Director of Finance and Resources
Andy Tollett, Director of Property Services
Penny Finburg, Head of Finance and Treasury
Beau Rickerby, Managing Director of Soha Response
Jo Worth, Complaints Manager
Marisa Elliott, Governance and Regulation Manager / Company Secretary

Declarations of Interest

There were no new declarations of interest.

15a. Approval of Minutes	**Actions**
The minutes of the Board meeting held on 25 September 2025 were approved. **Resolved:**	

That the minutes of the Board Meeting held on 25 September 2025 be signed as a true and accurate record.

15b. Audit and Risk Committee Minutes

The minutes of the Audit and Risk Committee meeting held on 1 October 2025 were noted.

Resolved:

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

16. Matters Arising Tracker and Wallboard Ideas

It was noted that all the items on the Tracker are either on this agenda or are not yet due.

Wallboard Items

The Vice-Chair encouraged members to add items for discussion or thought to the Wallboard via Marisa.

Reports

17. Leadership Team's Key Issues Update

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

External Update

1. Inflation and Rent Setting

The Chief Executive confirmed that the CPI rate for September 2025 was 3.8% and the RPI rate was 4.5%. She advised that the maximum rent increase we are able to apply for all those who rent from us is 3.8% + 1% = 4.8%. For all shared owners (not on the new model lease) the rent increase will be 4.5% + 0.5% = 5%. For the shared owners at Hook Norton who are the first on the new model lease, the rent increase will be CPI + 1% = 4.8%.

The Chief Executive advised that rent changes will be discussed and approved at the Board meeting in November.

2. Rent Convergence

The Chief Executive advised that the consultation has now closed on how and at what speed Boards will be allowed to implement rent convergence. The options being considered by government are to

allow associations to increase rents by either an additional 1, 2 or 3% per year until the rents which are below social rent have reached current target social rent levels. Soha has submitted a response to the consultation asking the government for maximum flexibility to implement rent convergence. A decision on whether rent convergence will be approved or at what level, may not be confirmed until the autumn budget in late November. This means that the Board will need to take a decision in principle about whether we wish to use any flexibility offered by rent convergence when we consider rent increases in November. It was noted that this will affect a number of our residents who are not yet at target rent. **3. Consultation on Implementation of the New Leasehold and Freehold Reform Act 2024** The Chief Executive advised the Government is close to bringing in secondary legislation to make changes to the Leasehold and Freehold Reform Act 2024 (LAFRA). The changes will alter the way service charge information is provided. The key areas which may affect Soha include: driving up transparency of fees and charges, provision of an annual report to residents setting out key information, new standardised demand form and changes to major works regime. Once the government has confirmed the details, there is expected to be a reasonably lengthy lead-in time, to enable the changes to be made. **4. Competency and Conduct Standard** The Chief Executive advised that the government has now issued its directions on the implementation of the new Competency and Conduct Standard. The standard introduces new requirements for mandatory qualifications for many housing association staff and also for associations to have specific policies and procedures. The P&R Committee will be discussing this further at their meeting in November. **5. STAIRs Provisions (Social Tenants Access to Information Requirements)** The Chief Executive advised that the government has published its requirements following consultation on the new STAIRs requirements. Richard Hulin, our Data Governance Lead and Rachael Farrington, Communications Manager, will lead on ensuring we are ready for these changes which require us to publish all required proactive information by October 2026 and be ready to respond to specific STAIRs requests from residents by April 2027. **6. Homes England Update**	

The Chief Executive advised that Homes England has made several changes to their business including re-organisation of their regions, a new senior leadership team and new software for bid submissions. We are also waiting for the publication of the new prospectus for the 2026-36 programme due in mid to late autumn.	
Internal Update **1. QL Systems Risk – Aareon Acquisition and Intentions on Future Support** The Chief Executive advised that Aareon QL, the provider of our housing management system, has acquired alternative housing management software by acquiring another existing supplier to the sector. QL will still be supported but on a maintenance only basis with no further product development. Aareon will be retiring QL and moving customers to its new acquisition as their current contracts expire (ours is at the end of 2027). Our IT Strategy highlighted that we would replace the housing management system in 2029 and explore the different solutions available as per our procurement approach. However, the above means that Soha faces an accelerated replacement (1–2 years sooner than the 2028–29 plan), with possible service disruption, integration and delivery risk across front and back-office functions. She advised that we are formulating a plan for early replacement, to ensure that we fully test the market and are not forced to move to different system with Aareon. She confirmed that further updates will be provided to the Board in due course. **2. Fire Risk Assessment Actions** The Director of Property Services advised there are 34 outstanding actions from the 2023/24 program, down from 45 since the last Board meeting. He noted that this includes 17 actions relating to communal lofts at Cholsey Meadows which Soha is not directly responsible for. We are meeting with the freeholder and their contractor on 23 October to discuss the works. The Director of Property Services advised that the closing of actions has been slower than anticipated due to the lead time for new fire door sets and the poor performance of CLC. We are continuing to liaise weekly with CLC but given their poor performance, this will likely be the end of our relationship. In addition, we now have 30 medium risk actions from the 2024/25 program, down from 36, which are overdue. We are following the same process to get these actions closed out as soon as possible and in the main relate to new fire door sets.	

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. Awaab's Law – New Legal Duties and New Ways of Working
The Director of Property Services advised that Awaab's Law comes into force on 27 October which stipulates the timeframes in which Soha needs to deal with hazards spotted within residents homes, or hazards raised by residents or any third party.

He noted that Soha has introduced a new policy and procedure including workflows to follow for each instance. We have also developed a bespoke app which makes it easy for staff members to raise hazards. There is a management app that sits alongside, which will allow the health and safety team to rank hazards with a date and time stamp to ensure we are meeting the legislation.

All front facing staff have gone through specific hazard identification training, and the customer service team have been briefed on triaging any calls. In addition, we have five more staff members going through a certified damp and mould training course to allow them to be available for rapid response inspections if required.

We will monitor the impact that the new law has and ensure the team is resourced as required.

4. Regulatory Judgements
The Chief Executive explained that at the recent away day, the Regulatory Standards were discussed and it was noted that Board members should be able to visualise our compliance against the standards using the document signed off at the July Board meeting.

She also advised that an update on the latest judgements was provided as Appendix A of the report.

5. Staff Conference - A Great Success
The Chief Executive advised that our first staff conference since welcoming our new colleagues as part of Soha Response took place on 30 September. She noted that along with contributions from the Chair and Executive Team, staff heard from Peter Apps, author of Show Me the Bodies: How We Let Grenfell Happen – a sobering reminder of the importance of staying connected to residents to understand their concerns and listen well to them. The feedback from the event was excellent, with staff appreciating the opportunity to connect with colleagues from different teams.

6. Choice Based Lettings App Goes Live

The Chief Executive advised that we went live with a new app for Choice-Based Lettings (CBL) applicants on 1 October which is designed to make the lettings process smoother and more efficient. She confirmed that applicants will be able to: complete and submit all required tenancy documents online, upload supporting documentation directly and track their progress through the lettings process. The app integrates with QL and once an applicant becomes a tenant, they will be automatically signed up to MySoha, where all of their documents from the lettings process will be available for them to view and access. Initial feedback from applicants and the team has been positive. **7. Community Partners Networking Event** The Chief Executive advised that on 26 September, we held a networking event for local community partners. Over 40 partners joined us and shared about their work with each other. **8. Staff Update** The Chief Executive advised that Emma Langstaff would be returning to work in November following a period of extended absence. Emma's role has been re-shaped and she will become the Head of Resident Experience (instead of Head of Localities). **9. Stock Acquisition** ***STRICTLY CONFIDENTIAL*** A confidential item was discussed and further information is contained within the Confidential Minutes. **10. Placeshapers Conference** The Chief Executive advised that Victoria had been invited to open the Placeshapers conference in November. The Chair then invited comments and questions from members. A member enquired about the external work of the Chief Executive on temporary and asylum accommodation alongside her profile on Linked In. Does this move Soha more in to politically contentious territory than we would like? The Chief Executive explained what she has been doing in this area and agreed that asylum accommodation is a highly politically contentious topic. The Chief Executive agreed that a fuller discussion and update on this subject would be useful. She will bring a report to the January Board meeting. A member asked if there were any other H&S issues which the Board should have a focus on and how Board could be assured that information was comprehensive and covered all key risks. Whilst	**KW**

noting that data provided was comprehensive, the issue of Board training was discussed. It was agreed to circulate to all Board members the H&S presentation and briefing note from the training carried out by Campbell Tickell in 2023. We will also explore further training for Board members. The Director of Property Services also advised that we are looking to revamp the existing H&S report and this will come to the Board monthly going forward. The revamp will be assisted by the introduction of Compliance 365 in early 2026 which will digitise and provide us with a new compliance system for all H&S information. **Resolved:** **That the Board notes the update.** **18. Soha / Soha Response Joint Discussion** The Director of Property Services presented the report to update the Board on progress to date for Soha Response. He advised that Soha Response has been operational for five months and it now feels an appropriate time for both Boards to reflect on the journey to date, to consider what has gone well and what not so well, how the integration has worked and also consider plans for the future. The Director of Property Services explained that we will break this item into three sections. The first will cover a review of KPIs and financial performance over the last five months; the second will cover integration and what we need to do to embed this and the third will focus on future plans for Soha Response including future service standards, areas of expansion, staffing and apprenticeships. <u>Review of KPIs and Financial Performance</u> The Director of Property Services took members through the financial and operational performance for Soha Response for the month ending 30 September 2025. He advised that resident satisfaction with the overall repairs service, time taken to complete a repair and that homes are well maintained remain positive. The Director of Property Services advised there is still more work to do on productivity. We are currently achieving 2.5 jobs per day against a target of 3.2 jobs with no single issue causing this. One significant issue is the volume of follow on jobs both in terms of a material supply issue with our merchants Huws Gray, and the total number of follow ons we are locking into diaries. We are therefore trialling a reduction in these locked jobs which has resulted in an increase in the overall WIP. Whilst we are still confident this is at a manageable level, we are	**ME**

starting to send additional work to United Living to ensure we are not over stretched in the winter months. He also advised that we are continuing to experience difficulty in extracting definitive repair KPI data from Total Mobile. We have spoken to a peer organisation who use TM, and they have a third party piece of software that analyses the data from TM and turns it into usable information. This is currently being investigated by Soha. The Director of Property Serviced advised that it was always going to be a challenge to produce an accurate budget for Soha Response for year 1, as we have no historic costs to work with. He noted that although budget was not the main reason for establishing Soha Response, it must still ensure that it provides a quality value for money service and roughly in line with the costs charged by a third party contractor. He advised that spend for the financial year up to 30 September 2025 is £4,030k versus a budget of £3,987k. The staffing budget is underspent by £193k, which is reflective of Soha Response carrying a high number of operational vacancies, particularly in the early months. With a smaller number of operatives than planned, we had to rely on our supply chain contractors far more, hence the overspend of £100k, mainly with United Living. The peak for issuing orders was July, but has been reducing since. Although this may change during the winter months should demand increase. He noted that materials spend is higher than budgeted at £705k v £567k. There is an element of inaccurate assumptions made at the beginning and operative behaviour. However, we are continuing to refine this process to understand our material spend better. The Director of Property Services advised that we anticipate an overspend for the year of potentially £856k, but this will be determined by the demand and volume of orders we receive over the winter months. There is a continency allocated of £877k and we are estimating that we will need to release the majority of that. The Chair then invited comments and questions from members. A member enquired about the significant increase in overspend from the current position of £47k to just under £900k by the end of the year. It was noted that this was a relatively pessimistic estimate but at the same time we are seeing more demand for the service and are now almost fully staffed. The Director of Property Services asked the Soha Board members if the contingency could be released. The Soha Board agreed but asked the Soha Response Board to continue to monitor spend against the	

budget. Also, it was noted that when building the SR budget for 2026/27, there needs to be a detailed understanding of the true costs to improve base budgeting based on our year one experience. A member felt it would be useful if a comparison with MD costs could be brought to a future Soha Board meeting. This was agreed. <u>Integration of Soha Response</u> The Director of Property Services advised that the integration has gone very well and been largely positive. He confirmed there are still some operational issues that need to be ironed out and further work on making sure we do not feel like separate organisations, both within the original Soha team and Soha Response. To aid us further with integration, he advised that a project group is being set up to revisit all the workstreams to ensure that the aims and objectives of the implementation have been achieved and that key business processes across Soha serve all Soha and Soha Response needs well. The original workstream leads will form part of the project group to establish what else needs to be done in each area to ensure we maintain a cohesive strategy, remembering the key principles and reasons behind bringing the service in house in the first place, namely the resident journey. <u>Future Plans</u> The Director of Property Services provided an overview of this area and advised that he would be asking both sets of Board members to consider the future workstreams that we may wish to bring on board and the timing of these together with how Soha Response becomes the local communities employer of choice and makes a positive contribution to the community it serves. He advised that Soha Response is delivering the majority of day to day responsive repairs and voids but still has supply chain partners running alongside. These include one main back up contractor, United Living, along with a number of specialists undertaking services not performed by Soha Response. At present, Soha still utilises the services of a number of contractors to carry out planned and cyclical works. The Director of Property Services suggested that Soha may choose to deliver some of these in-house in the coming years. He asked members to split into groups and think about 'what factors should the Board take into consideration when deciding to take on additional workstreams from a private contractor?'	 **AT**

Following discussion, the groups shared some of their thoughts including:

- Not to start this process until the initial service is functioning successfully – are we ready and do we have the capacity?
- Develop a set of criteria for which service and when
- Are there any existing synergies between the service and SR?
- Apprenticeships should be introduced as soon as it is safe to do so

The Director of Property Services advised that future plans will be discussed by the Soha Response Board and a proposal developed prior to being brought to the Soha Board for approval.

The Chair thanked the Soha Response team and Board for their work in making Soha Response a success.

That the Board approves the release of the contingency budget for Soha Response and discussed the other items within the report.

19. New Board Member Approval

The Chair of the Board presented the report to ask the Board to approve a new Soha Board member.

He advised that following the recruitment and selection process, we interviewed five candidates on 10 October via two panels. One panel focused on governance and general Board experience and was led by Mark, Vic Breach and Philippa Gould. The other panel covered technical aspects including finance, risk and regulation and was led by Dave and Nasreen.

The Chair advised that the interview panels unanimously agreed that Claire Davis was the stand out candidate and she was offered the role. She accepted and her appointment as a co-opted Board member (and A&R Committee member) will commence from 1 November 2025. We will ask shareholding Members to ratify her appointment as a full Board member at the AGM in September 2026.

Claire will join her first Board meeting remotely in November 2025 and in person from January 2026.

Resolved:

That the Board approves the appointment of Claire Davis as a co-opted Board member from 1 November 2025.

20. Learning from Resident Experience

The Complaints Manager presented the report to update the Board on the set up of the new Resident Experience Working Group, to provide an overview of the impact of Soha Response on repairs-related complaints, to give a flavour of resident experience of Soha Response through three short case studies and to share the final report of the complaints process review. <u>Resident Experience Working Group</u> The Complaints Manager advised that we have replaced the Complaints Working Group with one which focuses on hearing and learning from all resident experiences to improve processes and accountability. The group comprises staff representatives from across the business, residents and Board members and covers the following areas: • Listen: Gather resident feedback • Reflect: Be curious and think carefully about what we're hearing, rather than jumping to assumed conclusions • Change: Make service improvements, turning feedback into clear changes • Review: Evaluate the impact of changes made (or not!) Going forward, the Group will report to the Board on a quarterly basis. <u>Impact of Soha Response on Complaints</u> The Complaints Manager advised that we have seen a significant decrease in repair complaints since Soha Response has been completing responsive repair works. Complaints have dropped by 44% compared with the same period last year. She also noted a number of improvements in complaint handling including appointment assurance, missed appointment vouchers, proactive resident follow-up, enhanced access to contractor staff, sharing of learning and continuous improvement and training for all Soha Response staff on having a positive complaint handling culture. A member asked if we are able to review our performance against our peers. The Complaints Manager noted that it's not something we currently do but she agreed to look into this. <u>Case Studies</u> The Complaints Manager presented three complaint case studies to highlight issues and also successes. <u>Complaints Handling Review</u>	 **JW**

The Complaints Manager advised that in July and November 2024, the Board received updates on the complaint handling process following the introduction of the new complaint handling code in April 2024 by the Housing Ombudsman.

She provided an update on these and the priorities for the team over the next few months.

Resolved:

That the Board discussed and notes the report.

21. Performance Report Q2 2025/26

The report was presented by members of the Senior Leadership Team to update the Board on financial and operational performance for Q2 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 that at the halfway point in the year, our income is on track against the budget and we have spent 8% less than expected. Net interest payable was 5% less than the budget. With property sales of £2.3m, our overall surplus was healthy at £5m.

The Head of Finance and Treasury advised that average re-let time stands at 26 days against the target of 22 days (Q2 2024/25: 22 days). We are experiencing delays in nominations for properties in Wiltshire are in discussion with the local authority to create solutions.

Void loss is 0.81% against a target of 0.75% (Q2 2024/25: 0.74%) reflecting more larger voids requiring extensive works. It was noted that Q2 rent arrears levels stand at 4.50% against a target of 3.80% (Q2 2024/25: 4.20%). The Rental Income and Tenancy Sustainment teams are working closely together to reduce arrears whilst enabling tenants to maintain their tenancy.

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

A member enquired why the satisfaction with complaint handling figure was still low at 37%. Whilst noting comparative performance levels of

others were also low, it was agreed to see what we can learn from others whose residents are reporting higher satisfaction. <u>Progress Against Corporate Plan 2025-30</u> A update was provided against the first set of two year objectives. It was noted that of the 41 actions, 27 (68%) are either on target or have been completed with 5 (12%) trending off target and 9 (22%) not yet due. **Resolved:** **That the Board discussed and notes the report.** **22. SP60 Asset Management Policy** This item was for consent with no questions raised. **Resolved:** **That the Board approves SP60 Asset Management Policy.** **23. Health and Safety – Six Month Update** The Director of Property Services presented the report for information. A member enquired about near misses and what does Soha do about them. It was noted that all near misses are reported via the AIN form and are sent to the Chief Executive, Director of Property Services and Head of HR for review and action. **Resolved:** **That the Board notes the report.** **24. Any Other Business** Following the success of the joint Board meeting, it was suggested that we consider future joint meetings, possibly on an annual basis. **25. Date of Next Meeting** The date of the next Board meeting will be **Thursday, 27 November 2025** at **6.00pm** in the **Board Room** at Soha's office. The meeting ended at 8.25pm.	**PF**

Signed: Date: 27 November 2025	