Minutes of Meeting

Meeting: Board Meeting
Date: Thursday, 26 February 2026
Time: 6.00pm
Venue: Board Room, Soha's office

Present:

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

Apologies:

Matt Archer

Also in attendance:

Warwick Ainsworth-Parker, Interim Director of Housing and Communities
Andy Tollett, Director of Property Services
Craig Dransfield, Head of Development
Penny Finburg, Head of Finance and Treasury
Marisa Elliott, Governance and Regulation Manager / Company Secretary

Observers
Matt Moxon, Finance Business Partner
Karen Prickett, Community Lead

Announcements

The Chair welcomed Matt Moxon and Karen Prickett to the meeting as observers.

Declarations of Interest

All staff and Board members declared an interest in item 57c, the Personnel and Remuneration Committee Minutes and item 61, the Budget 2026/27.

57a. Approval of Minutes	Actions
The minutes of the Board meeting held on 29 January 2026 were approved. **Resolved:** **That the minutes of the Board Meeting held on 29 January 2026 be signed as a true and accurate record.** **57b. Audit and Risk Committee Minutes** It was noted that the Audit and Risk Committee minutes from the meeting held on 21 January 2026 were discussed by the Board at their meeting on 29 January 2026. The Board received the written minutes and no new issues were raised. **57c. Personnel and Remuneration Committee Minutes** It was noted that the Personnel and Remuneration Committee minutes from the meeting held on 27 January 2026 were discussed by the Board at their meeting on 29 January 2026. The Board received the written minutes and no new issues were raised. **57d. Soha Response Board Minutes** The Chair of Soha Response provided a summary of the meeting which took place on 16 February 2026. He advised that the Board spent time reviewing the Service Plan 2026/27 which sets out Soha Response's intentions for the coming twelve months covering areas such as staffing requirements, setting of budgets, agreement of KPIs, enhancements and developments to the service, expansion plans and key deliverables. It was agreed to circulate the Service Plan to Soha Board members.	ME
The Board also discussed Performance Targets and the Budget for 2026/27. **Resolved:** **That the Board notes the minutes of the Soha Response Board meeting.** **58. Matters Arising Tracker and Wallboard Ideas** It was noted that the majority of items on the Tracker are either on this agenda, are not yet due or have been completed. Item 30 - Soha Homes in 2030 and 2050	

Although a plan has been included in the Asset Management and Development Strategies, it was noted there was still some work required for the 2050 plan and how this will be measured. It was agreed to bring an update to the meeting in May.	**AT/CD**
Item 41i - Review the Approach used by other HAs when Assessing Vulnerability Groups for Residents It was noted that we hold lots of vulnerability data on our residents but it needs to be analysed. It was agreed to bring an update to the meeting in May.	**WAP**
Wallboard Items Members were encouraged to add items for discussion or thought to the Wallboard via Marisa.	
Reports	
59. Leadership Team's Key Issues Update The Leadership Team provided an update to members on key external trends and internal issues. External Update **1. Heat Network Regulations** The Interim Director of Housing and Communities advised that the Heat Network Regulations came into force on 27 January 2026, with Ofgem now acting as the regulator. Under the new regime, landlords operating heat networks (a central boiler that provides heating to multiple flats or houses) must register as a heat network supplier and can no longer recover heating costs through service charges. Instead, each affected property must be individually metered and residents billed directly for their heat consumption, either by the landlord or via a specialist billing agent. The regulations are intended to strengthen consumer protections by ensuring transparent, understandable bills, fair pricing and clear routes for redress. Soha has registered with Ofgem. We have seven sites (114 properties) that are affected. Three of these already have metering equipment. We are in the process of having meters installed at the remaining sites. It was noted that we have three years to comply. **2. Debt Finance and Interest Rates** The Chief Executive advised that a £2.5 billion loan will be available for additional homes from 2026 to 2030 with the National Housing Bank, a wholly owned subsidiary of Homes England. It is expected to become available after the first bidding round of the Social and Affordable	

Housing Programme opens in February 2026. More details will be available when the NHB loan is launched. For context, total debt in housing associations was £104.9 billion as at March 2025. The NHB loan of £2.5 billion equates to 2.4% of the total debt. 2.4% of the Soha loan facility of £482.3m is £11.5m. The Chief Executive advised that renewal of our revolving credit facility RCF facility is on the agenda for this meeting. For the longer term debt we are in discussions with Savills, our retained consultants. Based on our current operational cashflow projections c. £75m longer term debt is required from December 2026. We will consider the NHB when it becomes available alongside Affordable Homes Guarantee Scheme (AHGS) and other traditional sources of financing. **3. Unemployment Figures** The Chief Executive advised that unemployment is increasing across the UK, with overall unemployment now sitting at c.5%, and youth unemployment (16 – 24 year olds) running at over 16%. We are able to offer support through our tenancy sustainment team if residents need advice about how to access benefits if their employment status changes. We do not know the employment status of our residents. It was suggested that we signpost more of the support available via social media. **4. Homes England 2026-36 Programme** The Chief Executive advised that bidding opened for the new programme on 24 February and Soha submitted a bid on 25 February. It was noted that a copy of the new grant contract is on the agenda for this meeting. The Chief Executive confirmed that Soha is well placed to make bids as we have land-banked sites and most of our priorities align with those of Homes England particularly regarding the provision of social rent homes. She advised that we will use the Continuous Market Engagement route to pursue the smaller sites. A member was concerned about Soha over-bidding for grant and perhaps we should only be pursuing the grant we need to deliver our homes. It was noted that if we receive more grant, we will be able to provide more homes for social rent.	
<u>Internal Update</u> **1. Fire Risk Assessment Actions** The Director of Property Services advised there are 20 outstanding actions from the 2023/24 program, the same as at the last Board meeting. He noted that this includes 17 actions relating to the	

communal lofts at Cholsey Meadows which Soha is not directly responsible for. We have received a report from our own fire risk assessors with a set of recommendations. We are meeting with contractors to find a solution and obtain a cost. He advised that there are three actions which Soha is responsible for. One door replacement is on order with a new contractor and we are awaiting a loft design from our fire risk assessor. This leaves one door inspection (possible replacement), which our assessors are trying to access. The Director of Property Services advised we have six medium risk actions from the 2024/25 program, down from 12, 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. **2. Update on Stock Condition Surveys** The Director of Property Service advised that, to date, we have 75% of properties with a stock condition survey carried out in the last five years, this is up from 68% at the last Board meeting and leaves 1,781 properties still to be surveyed. He noted that the pace will start to drop as we near the end of this round of surveys. At the current rate of circa 300 surveys per month we aim to reach 80% by April, and close to 100% by August 2026. We will monitor progress closely and add extra additional external capacity if required to reach our goal by the summer. The Director of Property Services advised that the survey contains nine components and sixty sub-components for checking alongside any hazards identified during the visit. **3. Update on Overdue EICRs** The Director of Property Services advised that we have discovered an error in the reporting of overdue electrical installation condition reports. The team had only been reporting on certificates overdue from previous years, not those that formed part of the current year's program. As this became law rather than best practice in November 2025, these should have been fully reported. However, as there is a transitional period of 12 months, we are not in breach of any statutory regulations. As of today, there are 193 overdue certificates with 170 appointments	

scheduled for the coming weeks. It is anticipated that this will reduce quickly. **4. L&Q Stock Acquisition Update** The Chief Executive advised that transfer of the 155 homes from L&Q completed on 9 February. She noted that it was an almost seamless transaction that involved the input of many internal stakeholders from the project team. The Chief Executive gave special thanks to Lilli Osborne for her calm and highly organised approach to managing internal stakeholders and the relationship with L&Q. A member enquired about the integration with the L&Q residents. It was confirmed that a number of meetings had taken place with a range of teams and had been well received. The Neighbourhoods team will be carrying out door knocks etc soon. A member commented on whether there were any learning points with this project. The Interim Director of Housing and Communities advised that there was good project management throughout but agreed to review the process and share the learning with the Board.	**WAP**
A member asked if the map detailing the number of homes within each locality could be updated to reflect the revised number.	**Comms Team**
Resolved: **That the Board notes the update.**	
60. Performance Targets 2026/27 The Chief Executive presented the report to ask the Board to approve the TSM and KPI targets for 2026/27. The Chief Executive set the context for the discussion by providing the Board with Soha's current performance position. She advised that on the thirteen "satisfaction" TSM questions asked to those renting from us we benchmark as top quartile on six (including overall satisfaction with service) with a further six measures being above median. For the one remaining measure (repairs completed in the last 12 months), we are at lower median quartile. We also perform well comparatively in terms of feedback from shared owners, with eight of the nine TSM measures being in the upper quartile and one measure at upper median quartile (complaint handling). The Chief Executive advised that satisfaction across the sector is falling but we still want to strike the right balance between stretching and achievable targets. We aim to be performing at the upper quartile	

in all areas but need to overlay this with realism and the performance we are currently achieving. We have chosen to deviate from the upper quartile principle in three ways: 1. Where we think we should excel at a metric, because of how integral it is to our values and mission. The two metrics we have therefore set sector leading targets for are “treating residents fairly and with respect”, and “Soha is making a positive difference in my community.” 2. Where we know that we will face specific performance challenges, for example because of the implications on service standards of changes to our repairs delivery model, we have set ourselves more modest improvement targets. 3. Where we feel the upper quartile measure is not challenging enough – we won’t be happy if only 63% of our shared owners are satisfied with our service, even though this is upper quartile level. The Board then discussed some of the main targets for the repairs service. It was noted that satisfaction with the service is good but we want to improve the performance for all categories of repairs. At present, we are achieving 91% for emergency repairs and have set the target for 2026/27 at 95% (median) For urgent repairs we are achieving 49% and have set the target at 75% (there isn’t a performance benchmark for this) and for routine repairs we are achieving 67% and have set the target at 80% (slightly below the median of 83%). The Chief Executive explained that we are looking to balance resident expectation with the service vs what is truly deliverable.	
Members were content with the targets set for repairs with the exception of the routine repair target. They asked for it to equal the median level i.e. 83%. It was agreed to amend this target for 2026/27.	**AT/PF**
The Chair then invited comments and questions from members.	
A member asked how long it will take to reach the routine repairs target. The Director of Property Services that a number of initiatives have been implemented including the way in which jobs are raised and how they are categorised. It was noted that it would be useful to include some narrative to detail our plan for on-going improvement.	**AT/BR**
A member asked for an additional KPI to include Housing Ombudsman severe maladministration cases and a target number to keep below.	**KW**
A member asked for the layout of the report to be reviewed to reduce the amount of scrolling.	**PF**
Resolved:	
That the Board approves the TSMs and KPIs for 2026/27 as shown	

in Appendix A of the report subject to the amendment to the routine repair target and the addition of a further KPI on Housing Ombudsman severe maladministration cases.

61. Budget 2026/27

The Head of Finance and Treasury presented the report on the Budget for 2026/27 for Soha Housing and Soha Response.

She drew members' attention to the main financial areas of focus this year including maintaining our existing homes, investing to meet our commitment for all homes to be EPC C by 2030 and delivering excellent services to residents. There are modest investments in areas of growth and pressure and to support delivery of our Corporate Plan ambitions.

The Head of Finance and Treasury advised that income is expected to increase from £61.7m to £66.8m (8.3%) mainly as a result of the rent increase (4.8% for rental and 5.0% for shared owners) and income from 325 additional homes (166 new builds, 155 L&Q stock transfer, and 8 Cherwell local authority housing fund (LAHF) funded homes). She advised that we are proposing an increase in operating expenditure from £42.3m to £44.4m, an increase of £2.1m (5.0%).

Overall surplus after property sales is expected to be £6.5m, £3.5m higher than the previous year. She advised that one important aspect to bear in mind is that we are projecting our planned capitalised spend to increase from the current £5.2m to £8.0m (uninflated) in two years' time 2028/29. This £2.8m increase has to be accommodated within our normal operating surplus. In addition, we are also projecting that carbon zero spend will increase from £1.5m in 2026/27 to £3.3m in 2028/29. The total (uninflated) increase including carbon zero spend is projected to be £4.7m, which utilises 70% of the surplus.

The overall operating margin increases from 30.8% to 32.9%. The 2024/25 Global Accounts (the latest available) show that the aggregate operating margin has declined to 17.6% (2023/24 17.7%). Therefore, our operating margin is significantly above sector average.

The proposed cost of living pay award for staff and Board members of 3.1% recommended by the Personnel and Remuneration Committee was highlighted to the Board.

The Head of Finance and Treasury explained that pulling together the Budget 2026/27 had been more challenging, especially around repairs expenditure with Soha Response. We had used the Ark budget as the foundation for the Soha Response budget, and added a significant contingency, which we have needed to meet costs. With nine months

of known trading, we have extrapolated to produce the twelve months forecast as well as aligning the budget to the Service Plan for 2026/27. In conclusion, she felt that we have set a prudent budget which ensures we are able deliver the ambition in our new Corporate Plan whilst maintaining our cost base, investment in existing homes and services. The Chair then invited questions from members. A member asked if there were any other areas where we should be considering some additional budget. There was a discussion on whether to increase resourcing for Soha Response to enable a reduction in the WIP. However, it was noted that we have increased the baseline expenditure in the budget. The Head of Finance and Treasury advised that we will need to replace the housing management system in the next few years which hasn't yet been accounted for. A member commented that we are projecting efficiency from Soha Response but we are not yet at the standard of service we expect and queried whether there was enough to deliver this in the overall budget and specifically for Soha Response. A member suggested that the communication to residents on the surplus; what this means over the coming years and what we will be spending it on will be important to address. It was noted that we do this as part of the Annual Report.	
A member enquired about the opportunities with garage sites. It was noted that we are exploring what we are able to do with them e.g. re-develop, together with the associated costs and will bring a report to a future meeting.	**JMC/CD**
A member suggested that we could consider using some of the surplus on small service enhancements for residents. These would be one-off costs and not require on-going funding. It was agreed that SLT should review this and bring a proposal to a future Board meeting.	**KW/SLT**
Resolved: **That the Board reviewed and approves:** **1. The Budget for Soha for 2026/27 as set out in Appendix A of the report; and** **2. The Budget for Soha Response for 2026/27 as set out in Appendix B of the report.** **62. Business Plan 2026/27 – Assumptions and Stress Testing**	

The Head of Finance and Treasury presented the report to ask the Board to review the assumptions and scenarios to be used for stress testing the Business Plan 2026/27.

She advised that the economic assumptions have been taken from Hargreaves Risk and Strategy (HRS) using the latest economic forecast data. For the interest rate assumption, we have received input from our retained treasury advisor, Savills Financial Consultants (SFC) to ensure a more tailored view based on our credit risk. Other non-economic assumptions such as expected development activity, statutory/market sales and housing management performance including arrears levels and void loss are based on our experience and projected view.

The Head of Finance and Treasury then took members through the proposal for stress testing which will follow a similar format to prior years. She advised that we will be carrying out a combination of single variate sensitivity analysis to ascertain when the plan will break and also multi-variate scenario testing.

We have considered six individual sensitivity factors, namely:

a) Rent inflation to understand the impact of not applying the +1%;
b) Sales risk – conversion of any unsold share ownership homes to rent from 1 June 2026
c) Rent arrears
d) Income and cost divergence – increase the divergence between rent increases and inflation levels
e) Interest rate increase
f) Refinancing risk to understand refinancing risk around bullet loan repayments of £15m in November 2033 and £36m in July 2034, in addition to the standard repayments

The four chosen scenarios are based on either:

1) The Risk Register

2) Inflation Rebound Scenario: a combination of internal and external pressures increases CPI rate inflation and the SONIA interest rate in 2027/28. Both gradually reduces over the next few years. Inflation never reaches the government's target of 2.0%. Margins on new debt are elevated by 25 basis points in 2027/28 and 2028/29 before returning to the same level as the base case. Rent inflation is capped at 6% for three years from 2027/28 to 2029/30 and then returns to CPI +1% from forecast year 6 to year 10.

   HRS have allocated this scenario a probability of 8%.

   It is our view that there is a chance that this will turn out to be our operating environment next year and therefore we need to

understand the impact on loan covenants and the level of any mitigation required 3) Scenario 3 – Inflation Rebound 2: As above, with the 6% rent cap, however CPI only rent increase from forecast year 6 to year 10. 4) Scenario 4 – Bank of England Supply Shock: There is a severe global aggregate supply shock, which leads to deep recessions across countries. There is a sharp increase in interest rates which leads to high inflation. HRS estimate the probability of a scenario of this severity to take place within the next year to be 2%. It was noted that if things start to go wrong, we will use the Mitigation Plan to guide us on the next steps. Members suggested a few additional areas for inclusion in the stress testing. These are: not being able to sell any shared ownership homes or have any right to buy sales and reviewing the sustainability of having 35% of new build units offered for shared ownership. In addition, members identified some event scenarios to consider including an environmental disaster, pandemic, war, a Reform government or the impact of tariffs.	
The Chair proposed that we build further on these in advance of the Business Plan being brought to the meeting in May.	**PF**
Resolved: **That the Board discussed and agrees:** **1. The assumptions to be used to produce the base case Business Plan 2026/27; and** **2. The stress testing to be performed on the Business Plan 2026/27.** **63. Investment in Existing Homes 2026/27** The Director of Property Services presented the report to provide the Board with the assurance that the level of investment in existing homes is appropriate and ensures we are compliant with the Decent Homes Standard and can deliver the ambition in our Corporate Plan. He advised that ensuring we have appropriate levels of investment in existing homes is key to managing our long-term viability and that social housing assets are protected. There is also a regulatory expectation that the Board will have oversight of assurance on the level of investment in existing homes. He explained that we have reviewed the	

information underpinning investment in existing homes including decent homes compliance, major repairs, building safety, energy efficiency and long-term stock regeneration. **Resolved:** **That the Board reviewed the report and notes that the evidence and levels of investment in existing homes is robust and appropriate.** **64. New Development Approvals** The Head of Development presented the report to update the Board on progress since the last meeting. **Appendix A – Caversham Park** He asked the Board to approve the site at Caversham Park in Reading. It's a S106 scheme with Beechcroft Developments providing 22 units of which 14 are for affordable rent and 8 for shared ownership. He noted that the scheme generates a healthy NPV which enables us to deliver the 12 rented houses (but not the flats) as social rather than affordable rent if the Board chooses to. A member enquired why the social rent wouldn't be applied to the flats alongside the houses. The Head of Development advised that we would prioritise the houses as the affordable rent levels excludes many families from those homes. A member advised that we should consider the sales risk for the shared ownership units if we decide to convert the affordable rent homes to social rent. After discussion, the Board approved the site and agreed to convert the 12 affordable rent homes to social rent with the caveat that we are able to reduce this number if needed to account for the sales risk for the shared ownership homes. **Appendix B - Cost to Value Ratios on Zero Carbon Schemes** The Head of Development presented a proposal on how to take this forward. He advised that cost to value ratios remain a "can opener" rather than an absolute barrier and suggested that should the ratio exceed 100% then we will carry out further scrutiny. In addition, that the extra cost of achieving zero carbon for newbuild homes, the estimated cost of retrofitting homes (assuming they were built to building regs standards) and if the additional cost is being compensated for by grant will be included in the Board or SLT paper.	

This methodology will enable the Board to compare the additional cost of achieving zero carbon now with those associated with retrofitting later.

The Board agreed to adopt this approach.

Appendices C & D - 2026 to 36 Homes England Grant Agreement and Legal Review

Further to agenda item 59, the Head of Development presented a copy of the Homes England grant agreement for the 2026-36 programme. This sets the legal framework within which Soha will bid for and receive grant. Homes England will not negotiate the terms of this agreement. It is intended that Soha bid for funding on an as and when basis using the Continuous Market Engagement Route.

He also presented the legal review by Capsticks which sets out an overview of key areas that Soha should note when entering into the grant agreement.

Resolved:

That the Board:
1. Approves the development site at Caversham Park in Reading;
2. Approves the methodology to be used when considering cost to value ratios on net zero carbon schemes; and
3. Agrees to enter into the 2026-36 agreement so that grant can be secured from Homes England.

65. Renewal of the Revolving Credit Facilities

The Head of Finance and Treasury presented the report to ask the Board to approve the for the renewal of the revolving credit facility (RCF) with Santander and Barclays.

She reminded members that at the Board meeting in July 2025, the main recommendation from the Group Annual Treasury Plan was to request the extension of the RCFs with Barclays and Santander. In advance of the renewal, we carried out some preliminary work with both banks and the renewals are based on existing terms.

The Head of Finance and Treasury noted that margins are very slightly better with both banks increasing the amount on offer to us. This can be accommodated within the existing charged security. We are recommending that both the Barclays and Santander RCFs are renewed at increased levels. The Barclays RCF will increase from £40m to £60m and the Santander RCF will increase from £55m to £75m.

She also asked the Board to delegate the responsibility of finalising and signing the legal document to the Chief Executive and herself. After discussion, it was agreed to extend this to also include the Director of Property Services and the Interim Director of Housing and Communities. **Resolved:** **That the Board approves:** **1. To renew the Santander RCF at the higher amount of £75m for a term of 5 years;** **2. To renew the Barclays RCF at the higher amount of £60m for a term of 5 years; and** **3. To delegate the responsibility of finalising and signing the legal document to the Chief Executive, the Head of Finance and Treasury, the Director of Property Services and the Interim Director of Housing and Communities.**	
66. Health and Safety Update The Director of Property Services presented the report to update the Board on a range of key corporate and contractor health and safety compliance matters. It was noted that a couple of H&S items had already been discussed earlier in the meeting but he drew members' attention to a few additional areas. He advised that the number of damp and mould cases has increased over the last quarter, although we have met our statutory obligations in relation to Awaabs Law. He explained that we have a number of open cases and will not close them until we've checked with residents to ensure the issue has been resolved. The timeline for doing this is to contact the resident 28 days after the last piece of work has been completed. Members asked for there to be a focus on closing out cases and for future reports to include the number of cases where the work has been completed and also where sign-off has been obtained.	**AT/ DWE**
The Chair then invited questions and comments.	
A member enquired about the definition for overcrowding. The Interim Director of Housing and Communities agreed to follow this up and include in future H&S reports.	**WAP**
A member asked about the progress on lone working practices. The Director of Property Services confirmed there had been a vast improvement since the last report with line managers engaging in the process. A member enquired about the information provided to residents on asbestos. It was noted that information is provided at the start of the tenancy but this is being reviewed to increase the frequency and	

ensure awareness.

Members commented that the revised layout of the report was clear and an improvement on previous versions.

Resolved:

That the Board discussed and notes the report.

67. Any Other Business

The Chief Executive confirmed that at the Board Away Day in April we will spend the morning discussing decision making processes across Soha – what this looks like, who it will involve and where we want to get to. The afternoon session will consider the results of the staff engagement survey and the external governance review.

68. Date of Next Meeting

The Chair advised that the two main items on the agenda for the next Board meeting on 26 March 2026 are the Communications Strategy and the Environmental Strategy. However, he advised that the Communications Strategy needs further work and wouldn't be ready. The Environmental Strategy is in date until November 2026 so doesn't require immediate approval. It was agreed to cancel the meeting on 26 March and use e-decision for any items which need approving prior to the next meeting.

a) The date for the **Board Away Day** is **Saturday, 25 April** commencing at **9.00am** at **The Earth Trust Centre, Little Wittenham, Oxon OX14 4QZ**. Further details will follow.

b) The date of the next **Board** meeting is **Thursday, 21 May at 6.00pm** in the **Board Room** at Soha's office.

The meeting ended at 8.15pm.

Signed:

Date: 21 May 2026