

**Minutes of the joint meeting of the Boards of  
Rooftop Housing Group Limited and  
Rooftop Housing Association Limited  
held at 9.15 am on Wednesday 22 November 2023  
at 70 High Street, Evesham and electronically**

<b>Members present:</b>	Sally Higham (Chair) Colum Goodchild (Vice Chair and Senior Independent Director) (CG) Claire-Elaine Arthurs Payne (CEAP) Lenna Cumberbatch-Nichols (LCN) Wayne Harris (WH) Myron Hrycyk (MH) Tessa Rollings (TR) Daisy Halford (DEH) (part)	Boris Worrall David Hannon Sam Morgan Lisa Nicholls Caroline Allen Andrew Ledger Rebecca Pitt	Group Chief Executive (GCE) Executive Director - Investment (EDI) Executive Director - Resources (EDR) Executive Director - Operations (EDO) Head of Governance (HoG) Head of Risk and Assurance (HoRA) Head of Asset Investment (HoAI)
		Alex Morgan Kayleigh Sterland-Smith Lindsey Hendry Rachael Robinson	Savills (AM) (part) Head of Finance (HoF) (part) Chair, Customer Scrutiny Panel (LH) (part) Head of Income (HoI) (part)
		Ruth Organ	Senior Governance Officer (SGO) (minutes)

**Action**

**3486 Apologies for absence**

There were apologies for absence received from Jonathan Wallbank (JW).

**3487 Declarations of interest**

Where members served on other bodies, their declaration of interest was taken as read.

**3488 Any Other Business items**

The Chair advised that there was one item to raise arising from the Governance update relating to the Regulator of Social Housing (RSH) Consumer Regulation regime which would be effective from 1 April 2024.

**3489 Draft minutes of the joint meeting of the Boards of RHG and RHA held on 13 September 2023**

It was noted that LCN had asked for a minor amendment to minute number 3470 so that it read:

LCN asked that the question 'I feel Rooftop has become a more diverse and inclusive place to work' be amended on future surveys **so that there were two separate questions, one for diversity and one for inclusion.**

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**CHAIR**

**RHG and RHA:** It was **RESOLVED** that the draft minutes of the joint meeting of the Boards of RHG and RHA held on 13 September 2023 be approved, subject to the amendment requested.

**3490 Draft summary notes from the Board Strategy Day held on 5 October 2023**

**RHG and RHA:** It was **RESOLVED** that the draft summary notes of the Board Strategy Day held on 5 October 2023 be approved.

**3491 Outstanding Actions List**

CEAP queried Action 3 and whether the 'Rights Responsibilities and Recharges' communication launch should be delayed until early January. The EDO advised that she would discuss this with CEAP separately.

EDO

**RHG and RHA:** Members noted the progress on the Outstanding Actions List.

**3492 Draft minutes of the meeting of the Audit and Risk Committee held on 4 October 2023**

TR stated that the majority of the items discussed in the meeting were being covered on this meeting agenda. However, she commented on the appointment of the new Internal Auditor.

**RHG:** Members noted the content of the draft minutes of the meeting of the Audit and Risk Committee held on 4 October 2023.

**3492.1 Minute number 1583: Discharge of Audit and Risk Committee responsibilities Q2 2023/24**

**RHG:** It was **RESOLVED** that the work of the Audit and Risk Committee during Q2 2023/24 in assessing the adequacy of internal controls be approved.

**3493 Draft confidential minutes of the Nominations and Performance Committee meeting held on 4 October 2023**

This item was minuted separately.

**3494 Group Chief Executive, Performance and Executive Team overview reports**

The GCE responded to a query raised by WH prior to the meeting on the customer satisfaction drop in performance in October and how there was no clear trend to the figures, only that there was a higher than normal level of complaints within the cohort of customers surveyed. The Tenant Satisfaction Measures figures continued to be strong.

It was noted how there was no formal notification from the RSH of when the In Depth Assessment (IDA) was due. If no notification was received by the end of November it was possible it may be delayed until mid 2024. The HoG added that the RSH still had 42 IDAs to complete by the end of March 2024 according to a report presented to its Board in September.

The GCE advised of a recent training session for all Managers on unconscious bias and that the Equality, Diversity and Inclusion (EDI) Strategy would now be reviewed by the Executive Team and Leadership Team next month.

WH commented on the decrease in the rent arrears figure which the EDO added was a good result for the Head of Income and her team. The Chair asked that thanks be passed to them from the Board.

### 3494.1 Performance

TR queried the figure for non emergency 20 day repairs. The EDO advised that this remained an issue under review and a concern, although the productivity of Platform Property Care (PPC) was very good and that it was a high performing Cost Sharing Vehicle in this respect.

### 3494.2 Operations overview

The EDO commented on how the Responsive Repairs team had now been provided with temporary and permanent support at a managerial level. In response to a query from CG on how the team was doing, she advised that it was a strong and engaged team with support provided by the EDR and herself. The Chair noted that there was balance to be achieved between wellbeing and resilience.

The EDI explained that although the Lettings Standard had been reduced the satisfaction levels were positive and that there would be customer consultation on the new Standard.

MH noted the good performance of the Safety and Compliance team in light of the challenges it was facing.

### 3494.3 Investment overview

The HoAI reported on the new homes being developed, the anticipated increase in costs at the Almonry Close, Pershore scheme which may require a Chair's action decision in the next couple of weeks and that the Social Housing Decarbonisation Fund Wave 2 (SHDF2) programme was back on track with the new contractor ready to start on site after Christmas. She added that one scheme had been surveyed for Reinforced Autoclaved Aerated Concrete (RAAC) with a negative result and one other non-traditional property was due to be surveyed.

She explained the planning permission still required on the Development Programme and how the level reported was not unusual at this time.

### 3494.4 Resources overview

The EDR reported how colleague turnover, sickness and resignation levels were low and the Chair and WH commented how this was a good result. The EDR added that the economy was settling down but there had been a lot of work completed internally to get to this result.

**RHG and RHA:** Members noted the content of the Group Chief Executive, Performance and Executive Team overview reports.

### 3495 Target Operating Model Two

The EDR gave a presentation on the progress on the Target Operating Model Two (TOM2) including the Group Operating Model guide which was being updated regularly.

In response to a query from CG on being mindful of customer priorities, the EDR noted that this would be considered when developing the Annual Plan.

It was discussed how this exercise had focussed the Executive Team on looking at the core activities of Rooftop, making efficiencies where possible and what had been completed already. The GCE commented that the challenge was to get colleagues to think the same way. The Chair added that a visual representation of the changes would be helpful.

It was noted how the proposed changes to the Executive Team responsibilities aligned with the TOM2. The EDR commented that having performance added to her portfolio had helped to simplify the process and how it now followed the golden thread.

MH stated that it was important for the Executive Team not to be siloed into purely the vertical processes in their respective directorates and to look at cross cutting possibilities. The EDR agreed with this statement and would review this to ensure that the need for cross-team working was included.

EDR

TR left the meeting.

CEAP commented on the potential risk when moving the ownership of processes between teams. The EDR confirmed that this was being reviewed as part of data ownership. CEAP responded stating that it also needed to be clear as to the responsibility of these processes, especially if things went wrong. The GCE agreed and gave the example of how there were instances where a Stage One complaint had resulted from a lack of clarity as to the responsibility of resolution and passing actions onto other teams. He would be speaking to the Leadership Team next month on efficient ways of working to remind everyone to work across teams to resolve issues.

TR rejoined the meeting.

The service delivery model exercise at the Board Strategy Day in October was discussed and how colleagues at all levels of the organisation would be involved in the work to design services along the lines of the 'Premier Inn' model. LCN commented that it was important to look at customer perceptions as part of this.

In response to a question from CEAP on the importance of not reducing customer engagement by minimising contacts, the EDO explained how the plan was to encourage straight forward transactions through the online Self Service Portal and App rather than reduce customer contact in an absolute sense. This would then provide capacity for colleagues to concentrate on other areas of direct customer engagement where it was needed.

Under the non-financial stress testing items noted by the EDR, LCN asked that a major incident scenario was added to the list. There followed a discussion on the potential for cyber attacks and the time taken to recover the systems in this event. The HoRA commented that it was important that there was a strong second line of assurance in place for this proposed test.

EDR

There was a discussion on the draft Annual Plan for 2024/25 and how it was important to provide stability and focus on the core functions. The GCE added that resourcing for resilience would be reviewed in the next year with the Leadership Team to build capacity into teams. The EDR noted that some projects from this year would become business as usual from next year and the new Plan would be in line with the delivery of the Financial Business Plan.

The Chair thanked the EDR for providing clarity of the subject in her presentation.

**RHG:** Members noted the content of the Target Operating Model Two report.

**3496 Confidential**

This item was minuted separately.

**3497 Rent Setting and Budget Parameters – confidential**

The HoF joined the meeting.

This item was minuted separately.

AM joined the meeting.

**3498 Future funding – Alex Morgan, Savills attending**

A confidential discussion was held in regard to the contents of the report.

**RHG and RHA:** It was **RESOLVED** that the Board Resolution as detailed in the first recommendation of the report be approved.

**RHG:** It was **RESOLVED** that the Board Resolution as detailed in appendix 8 of the report be approved.

**RHA:** It was **RESOLVED** that the Board Resolution as detailed in appendix 6 of the report be approved.

AM and the HoF left the meeting.

DEH left the meeting.

LH joined the meeting.

**3499 Customer Scrutiny Panel (CSP) annual review presented by Chair Lindsey Hendry**

LH presented the annual review and thanked the Neighbourhood Manager and Business Analyst for their support to the CSP throughout the past year.

LH commented on how information was now provided prior to meetings but it was a challenge to keep meetings on time. This was due to the number of speakers attending meetings and the Panel was unclear as to why they were attending. The EDO explained how training and support would be provided to the Panel as part of the customer engagement training programme. There would also be agenda planning meetings held with the Head of Customer Experience and the Chair to agree what should be included in the formal meetings.

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**CHAIR**

The Chair read out comments provided by DEH on the work provided by the Panel members, who were volunteers, and how they needed suitable training and administrative support to provide a quality service to Rooftop.

LCN commented on the importance of the contributions made by the Panel to Rooftop and that Panel Members should be treated with respect by colleagues.

The Chair requested to attend a future meeting of the CSP. There was a discussion on the need for the Board to be separate from the CSP to maintain the independence of the Panel. LCN added that while it was good that the Board offered its support to the Panel she understood how the presence of Board Members could affect the dynamics of the meeting.

The EDO agreed to take on board the issues raised. The Chair noted that she would be guided by the Chair of the CSP as to whether the Panel wanted Board Members to attend.

EDO

The GCE confirmed that he had already discussed with the EDO the need to make the improvements required.

**RHG:** Members noted the content of the Customer Scrutiny Panel (CSP) annual review presentation.

**3500 Customer Scrutiny Panel (CSP) terms of reference – annual review**

The HoG explained that she had met with the CSP to review the Terms of Reference and its members had suggested and agreed the changes that were proposed.

The HoG confirmed that the term limit for Panel Members was set out in the Terms of Reference.

**RHG:** It was **RESOLVED** that the updated terms of reference for the Customer Scrutiny Panel be approved.

LH left the meeting.

LCN raised the issue of potential bullying and harassment of the Panel Chair and how this should be included in any future training, which the EDO agreed to review.

EDO

**3501 Customer Voice**

The Chair read out a comment from DEH on the lack of communication to customers and the learning taken from the Together with Tenants work. The EDO would respond to her separately.

EDO

The EDI left the meeting.

TR praised the customer relationship work and how colleagues were being supported to deal with customer issues. She asked about the issues of not meeting complaint response targets. The EDO explained how a central team was being created to deal with complaints but it was currently difficult to meet targets due to capacity within teams. The responsibility was still with the managers to deal with Stage One complaints but there were also dissatisfaction cases to be dealt with as well.

**RHG and RHA:** Members noted the content of the Customer Voice report.

**3502 Housing Health and Safety Rating System (HHSRS) review**

The EDI rejoined the meeting.

The GCE reported that there was positive cross teamwork with a specialist surveyor now recruited.

The HoAI presented the operational spreadsheet being used to record the data and summarised the data.

Both CG and CEAP noted their concern on using a spreadsheet. CG commented on the potential risk of providing a free text field whereas CEAP had spoken to both the EDI and HoAI on the use of multiple spreadsheets for recording health and safety data and the lack of analytic tools available with this option.

LCN left the meeting.

The HoRA reported that he would be raising this as a risk in the Compliance, Health and Safety report which would be reported to the next Audit and Risk Committee meeting. CG noted there was a control to the risk as the data was in one place but where it should be held in future was the next step of the process. The GCE added that the first phase had been to ensure core case management on the QL housing management system, but that the limitations of the system meant that it could not contain all of the operational data the team required.

LCN re-joined the meeting.

The Chair left the meeting.

There was further discussion on how the housing management system could not provide Rooftop with all of the requirements necessary to process and analyse this data. The EDI confirmed that the free text fields in the spreadsheet would be locked down and the HoAI added that a more suitable system option would be investigated.

The Chair re-joined the meeting.

The HoI joined the meeting.

The HoAI confirmed that further training in HHSRS case management would be provided to each case manager, along with the team. Administrative support was also being provided to the specialist surveyor.

WH questioned how post checks to work completed would be handled. The HoAI advised that a post inspection stage was included within the process and that customers would be issued with surveys at three and six month intervals after case closure to ensure the issue had not re-appeared. She advised that the process would be further developed to provide the Board with updates on the case figures including any that were over the target completion date. WH commented that Damp, Mould and Condensation (DMC) should be seen as one for the key health and safety risks and treated accordingly. He added that there had been a huge step forward in this work compared to one year ago.

HoAI

**RHG and RHA:** Members noted the content of the Housing Health and Safety Rating System (HHSRS) review report.

### 3503 Voids and Lettings update

The GCE provided an update on the improving figures and the measures that had been put into place since August. The Hol detailed the work of the team with improved targets, visibility of figures, tasks being cross checked, prioritisation of cases and regular conversations with PPC. The EDI noted the systemised approach that had been taken and how the latest voids figure was 118. This was now being treated as business as usual and two additional contractors were in place to assist PPC in completing any voids work. The EDO added that she was speaking to Wychavon District Council on the potential to create a penalty system that covered when customers refused multiple properties offered to them.

The Chair commented that there had been good progress by the team and it was moving in the right direction.

TR praised the work of the Hol and queried whether the risk should be reduced. The HoRA confirmed that this risk was being re-scored as the financial level of the overspend on the budget was decreasing.

WH added his praise to the team on its performance.

**RHG and RHA:** Members noted the content of the Voids and Lettings update report.

The Hol left the meeting.

### 3504 Garages review and capital works

The EDI gave a short presentation on the review that he had completed. He advised how the sites had previously been offered to private buyers but none had been forthcoming.

WH queried whether a private company could be approached to take on the running of the portfolio which the EDI replied had been previously explored.

The GCE stated that there were no easy solutions but detailed options would be provided to the Board, alongside the Budget and Financial Business Plan process. The Chair noted the indicative budget that had been included in the report. The EDI offered to physically show Board Members some of the sites so that they understood the different type of options being proposed.

**RHA:** Members noted the content of the Garages review and capital works report.

### 3505 Quarterly Financial Monitoring

WH left the meeting.

The EDR reported on the figures relating to repairs, overspend and voids. The repairs financial performance was an issue and was being reviewed as part of the Responsive Repairs Value for Money and Efficiency Project. There needed to be an ability to more effectively control the operational spend in this area.

**RHG and RHA:** Members noted the content of the Quarterly Financial Monitoring reports.

**3506 Compliance, Health and Safety Report to 30 September 2023**

The EDR left the meeting.

The HoRA reported on the ongoing work with the Fire Risk Assessment actions and the new approach being taken which would provide the relevant assurance to the Board in this area. CEAP advised that it was useful to the Board to have the number of incoming cases and those that were overdue reported to it.

WH re-joined the meeting.

CG added that assurance was required on the tracking of the data and how the cases were being completed in a timely manner.

The EDR re-joined the meeting.

The HoAI advised that the HHSRS data was provided from a combination of external surveyors including Savills and Michael Dyson Associates as well as Rooftop surveyors.

The HoRA commented that there was a potential data risk which was under review.

There was a discussion on the increase in disrepair cases and how this was high within the West Midlands housing sector. The EDO advised that any future case would be referred to through the complaints process first.

**RHG and RHA:** Members noted the assurance given in the report and actions being taken to address areas of non-compliance.

**3507 Q2 2023-24 Risk update including any new or emerging risks**

The HoRA noted the increases in the DMC and Poor Complaints Handling risk scores. He added that the RSH Sector Risk Profile for 2023 had been published and that he would be completing an analysis of it to be reported to the Audit and Risk Committee in January.

**RHG and RHA:** Members noted the content of the Q2 2023-24 Risk update report.

**3508 Revised Business Continuity Policy**

The HoRA reported that this revised Policy confirmed our approach to business continuity.

LCN noted how Personal Protective Equipment (PPE) requirements should be included in the local arrangements.

**RHG:** It was **RESOLVED** that the revised Business Continuity Policy be approved.

**3509 Revised Anti-Slavery and Human Trafficking Statement – Modern Slavery Act**

**RHG:** It was **RESOLVED** that the revised Anti-Slavery and Human Trafficking Statement be approved.

**3510 Revised Anti-Money Laundering Policy**

The EDI noted that under section 6.2.2 TR as Chair of the Audit and Risk Committee was the Officer for Compliance against this Policy.

**RHG:** It was **RESOLVED** that the revised Anti-Money Laundering Policy be approved.

**3511 Revised Procurement Policy**

The EDR commented that this was a simplified Policy with the addition of a Supplier and Contractor Code of Conduct. It was to be reviewed again in September 2024 following the publication of the new Procurement Bill.

LCN queried how the Equality, Diversity and Inclusion statements of suppliers were recorded and that this new Code should be the opportunity to align them with Rooftop.

**RHG:** It was **RESOLVED** that the revised Procurement Policy be approved.

**3512 Update to Financial Regulations**

**RHG:** It was **RESOLVED** that the updated Financial Regulations be approved.

**3513 ICT Strategy update**

The EDR explained how the issue with the performance of Aareon was the key reason for the extension to the ICT Strategy. Representatives of Aareon were due to give an update at the January 2024 board meeting and a decision on whether to continue with its product would need to be made shortly after.

**RHG:** It was **RESOLVED** to approve:

- i. The extension of the ICT Strategy by 18 months to March 2025
- ii. Production of an updated ICT Strategy in March 2025.

**3514 Delay to Customer Strategy review**

**RHG:** It was **RESOLVED** that changing the review date of the Customer Strategy from November 2023 to May 2024 be approved.

**3515 Disposal of 9 - 13 Bridge Street, Worcester**

The HoAI advised members that the Disposal Checklist was available in the Diligent Reading Room which provided the detail on the investment requirements for these properties.

**RHA:** It was **RESOLVED** that the disposal of 9 - 13 Bridge Street, subject to achieving a sales receipt of at least £1.1 million be approved.

**3516 Cladding replacement works**

The EDI confirmed the building materials used in the cladding of Walkinshaw Court and how it was only the timber balconies that needed replacing.

The HoAI added that an update on these works would be provided in the Investment overview report at future meetings.

**RHA:** It was **RESOLVED** that a balcony and cladding replacement programme at Walkinshaw Court, Harrington Court, Cherry Orchard House, Dora Matthews House and St Oswald's with costs to be reserved in annual budgets be approved.

### 3517 **Board Recruitment 2024**

**RHG:** It was **RESOLVED** to approve:

- i. That the following skills will be recruited to in 2024 for the replacement of the three members due to retire in 2024/2025:
  - Treasury management experience specific to the housing sector;
  - Building assets, sustainability, quality and safety (not necessarily housing sector related);
  - Customer experience/consumer regulation;
  - Lived experience.
- ii. The proposed timeline for recruitment.

### 3518 **Joint meeting of the Boards Forward Plan**

**RHG and RHA:** Members noted the content of the Joint meeting of the Boards Forward Plan report.

### 3519 **Any Other Business**

LCN praised the quality of the Equality Impact Assessments within the key reports.

The Chair stressed the importance of Board Members digesting the information contained within the Governance update report in regard to the new Consumer Standards being launched next year and the expectations placed on Boards. The HoG added that Consumer Regulation would become a standing agenda item on the board meeting agenda from January and supporting information, including the draft Consumer Standards and Code of Practice, was available in the RSH Diligent Reading Room. A series of workshops for the Board, Executive and Leadership Teams plus managers were planned as part of the preparation of the new inspection regime in April 2024.

The GCE and Chair gave a presentation to the EDI to mark his retirement next month and to recognise his contribution to Rooftop over the past 16 years.

There being no other business the meeting closed at 1.50 pm.

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**CHAIR**