

**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 20 November 2024
at 70 High Street, Evesham and electronically**

Members present:	Sally Higham (Chair) Myron Hrycyk (Vice Chair and Senior Independent Director) (MH) Claire-Elaine Arthurs Payne (CEAP) Lenna Cumberbatch-Nichols (LCN) Colum Goodchild (CG) Wayne Harris (WH) Alykhan Meghani (AM) Tessa Rollings (TR) Daisy Halford (DEH) (Teams)	Boris Worrall Claire Lees Sam Morgan Rebecca Pitt Caroline Allen Andrew Ledger Lindsey Hendry Ruth Organ	Group Chief Executive (GCE) Interim Executive Director - Operations (IEDO) Executive Director - Resources (EDR) Executive Director - Investment (EDI) Head of Governance (HoG) Head of Risk and Assurance (HoRA) Customer Scrutiny Panel Chair (LH) (part) Senior Governance Officer (SGO) (minutes)
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Action

3674 Apologies for absence

There were apologies for absence received from Mark McEgan (EDO) and the IEDO was attending on his behalf. The Chair thanked the IEDO for her contribution to Rooftop prior to the EDO starting in post.

3675 Declarations of interest

There were declarations made by the relevant members in regard to minute number 3705. Where members served on other bodies, their declaration of interest was taken as read.

3676 Any Other Business items

There was one Any Other Business item which required Board approval.

3677 Draft minutes of the joint meeting of the Boards of RHG and RHA held on 18 September 2024

RHG and RHA: It was **RESOLVED** that the draft minutes of the joint meeting of the Boards of RHG and RHA held on 18 September 2024 be approved.

3678 Draft summary notes of the Board Strategy Day held on 3 October 2024

RHG and RHA: It was **RESOLVED** that the draft summary notes of the Board Strategy Day held on 3 October 2024 be approved.

3679 Outstanding Actions List

CG and CEAP joined the meeting.

MH raised a query relating to the confidential action 3653 and this item was minuted separately.

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CHAIR

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

3680 Draft minutes of the Audit and Risk Committee held on 2 October 2024

TR summarised the key discussions held in the meeting including consideration of the annual insurance renewal, the quarterly risk update, Housing Ombudsman cases and internal audit reports including Damp, Mould and Condensation. She added that thanks had been offered to MH for his contribution when he was on the Committee and a welcome made to AM and Andrew Palmer on their first committee meeting in post.

CG left the meeting.

The Chair thanked TR in her role as Chair of the Committee and her support during the recent Regulator of Social Housing (RSH) Inspection which was much appreciated.

RHG: Members noted the content of the draft minutes of the meeting of the Audit and Risk Committee held on 2 October 2024.

3680.1 Recommendation: Discharge of Audit and Risk Committee responsibilities Q2 2024/25

RHG: It was **RESOLVED** that the work of the Audit and Risk Committee during Q2 2024/25 in assessing the adequacy of internal controls be approved.

3681 Draft minutes of the Nominations and Performance Committee held on 2 October 2024

This item was minuted separately.

Recommendation - see minute number 3705 for Board approval.

3682 Group Chief Executive, Performance and Executive Team overview reports

CG rejoined the meeting.

The GCE noted the Any Other Business item and reported that the Matrix Partnership was also now in discussion with Homes England in regard to the delivery of its development programme.

The Chair commented on the statement from the RSH in its' Inspection report relating to 'active board ownership' and what this meant. She was keen that the Board continued with its strategic approach to Rooftop and did not become too operational. The GCE advised that he was meeting with the Lead Regulator on a regular basis and would ask for clarity on this point. However, proposals were set out within the Outline C1 Programme later.

AM stated that he was interested to see what the true level of the headroom was at the end of the meeting following the approvals made as he was concerned it could be under threat.

3682.1 Performance

The GCE reported that performance was quite static with customer satisfaction and relet times the only areas that needed improvement.

TR queried how the Key Performance Indicators were calculated and that some should be green rather than amber. The EDR advised that the calculation was made on a percentage basis and would review this.

EDR

The IEDO explained what the hard to let properties included and how some of these were being used for hospital discharge and Domestic Abuse safehouses were incurring void loss. In some cases, these were bedsit style units and were being reviewed as to whether they would be suitable for disposal.

In response to a query from WH on how sophisticated the call systems were on handling waiting customers, the EDR advised that it was not being fully utilised as this would require the Repairs team to change its working practices. The EDI added that this was an item on the Repairs Improvement Plan for review. The EDR confirmed that the messages could be updated to advise when the busy waiting times were as WH had suggested that it helped customers to understand how long they would have to wait.

EDO

The performance of Platform Property Care (PPC) was noted and how satisfaction figures on its work was high.

3682.2 Operations overview

The IEDO summarised the report.

TR reported that the Audit and Risk Committee was satisfied in the options raised in regard to the Ferry View case. The IEDO noted that this would be reported to the Committee in January but then there was nothing else to report on it until March 2025.

The support provided in the male Domestic Abuse service was noted.

CEAP commented on the decrease in outstanding responsive repair cases and whether this would increase over the winter. The EDI advised that there was some remaining capacity for subcontractors if required and the additional operatives did not start until August which meant that Rooftop was only now starting to see the impact of this. The GCE added that he expected the positive trajectory to continue but it would be reviewed in January as to whether additional funds were required and available in quarter four.

There was a discussion on how PPC handled customer communications with a meeting arranged for next week to look at how customers were updated whilst waiting for their repair. The EDI noted that a message on the website could be posted if there were delays being experienced for certain types of repair. DEH posted on the Teams Chat facility that she received several messages running up to and on the day of a repair visit. The GCE commented that generally repairs were booked in at the time of the first call, so Repairs Officers were able to engage directly with customers on timescales, and that performance data was now published monthly so he was uncertain as to if there were any further obvious improvements that could be made.

MH noted the potential effect on arrears and an increase in demand for the Money Advice service following the recent Government's Budget. The EDR stated that the increase in inflation was also an issue but it was too early to take action at this time.

The repairs service was discussed and what would be included in the January board meeting report. This was minuted separately.

3682.3 Investment overview

The EDI highlighted the key points of the report.

The issue with the high service charges at Yates Court and Parsons Gardens was discussed and how this linked with the Supported Housing Strategy. The EDI added that there was the possibility to convert unsold units to a flexible tenure at Parsons Gardens, which would require the agreement of Wychavon District Council and a further Deed of Variation.

The EDI explained the impact of the delays caused by Worcestershire County Council (WCC) Highways not just on the Broomhall, Worcester development scheme and that Rooftop was not the only developer to experience them. A meeting with WCC Highways was scheduled.

3682.4 Resources overview

The EDR gave an update on the App and Portal progress.

The HoG left the meeting.

WH commented that new Apps generally had an initial spike in use and asked how Rooftop would monitor its use. The EDI explained that there were systems in place to alert when customers were trying to log an excessive number of repairs.

The HoG rejoined the meeting.

There was a discussion on the integration of systems with PPC and the meetings being held to progress this with PPC and the Head of Digital and ICT.

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

3683 Outline C1 Programme

The GCE explained the presentation in the Board pack and that the RSH was not expecting Rooftop to be at the level of C1 in the immediate future but to make long term sustainable progress towards it. A full understanding of the root causes was essential and this analysis would be provided in the Plan which would also include the four key areas of complaints, repairs, vulnerability of customers and customer engagement. He asked the Board for its views on the outline proposal and the involvement that the Board would like to have in the Plan as set out in the presentation. He suggested this could be similar to other project work involving Board Representatives meeting on a regular basis.

LCN queried the number of repairs above the median figure and whether the C1 Programme was being ambitious enough. The GCE advised that targets would be set but perhaps change over time, to reflect the continuous improvement within the phases of the Plan. LCN also asked about the vulnerability impact and what considerations were being made in this area. The GCE explained how this was one of the four key areas within the Plan.

Both AM and TR agreed with the proposals within the report, especially how the proposed Internal Audit Plan 2025/26 would relate to the Plan. AM stated that he felt that the Outline C1 Programme was clear and logical.

CG advised that while it was important that the Board did not get into the operational detail, a full understanding of these areas was required. The GCE responded that the recent Complaints Workshop was a good example of how this worked in practice. The HoG advised that there was a clear expectation from the Housing Ombudsman that the Member Responsible for Complaints (MRC) would feed back to the Board on their discussions with the Executive Team and suggested that this should be replicated with the other Board representatives. The GCE and Chair agreed to discuss the final process for the involvement and feedback by the Board representatives to the rest of the Board.

GCE

RHG: It was **RESOLVED** that the outline C1 programme approach be approved.

3684 Supported Housing Strategy

This item was minuted separately.

3685 Rent Setting and Budget Parameters

The Chair left the meeting.

The EDR noted the current CPI figure and the discussion on this topic at the last Board Strategy Day.

Garage rents were discussed and the lack of consistency on how other housing associations set these. The EDI commented that a review of garage sites would be undertaken as to which required investment and which could be disposed of.

The Chair rejoined the meeting.

The EDI also noted that an independent management service could be the approach taken in future for the sites and rents set against demand levels.

TR advised that she was supportive of the rent proposals but felt that there was an issue with the headroom figure against the overspend on the repairs and maintenance budget and whether the voids figure set was too ambitious. The EDR explained that the voids figure related to general needs properties only. She added that the assumptions may not be met in March when the 2025/26 Budget report was represented to the Board including the reasons for why.

There was a discussion on the level of salary increase in 2025 and how there needed to be a balance to it in order to retain colleagues. The EDR added that there was a review being undertaken on this to confirm the rate.

LCN commented on the need to highlight the impact of disability in the Equality Impact Assessment against this report.

The HoRA left the meeting.

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

- i. That the rent increase of CPI + 1% is applied to all our social rents, supported housing and garages.
- ii. That all other rents are increased as per existing agreements.
- iii. Budget Parameters as set out in the report.

3686 St Oswald’s Park

There was a discussion held on the proposed scheme and options.
The HoRA rejoined the meeting.

3687 Growth update

This item was minuted separately.

3688 Customer Voice

The HoRA summarised the report and the blended approach to the satisfaction surveys.

LH joined the meeting.

TR commented on how the TPAS recommended Customer Experience Groups had not progressed after the initial meetings. It was noted that this was due to changes in the staffing arrangements. The HoRA advised that the EDO, Head of Housing and Customer Engagement Manager (CEM) were looking to be more ambitious and develop a more comprehensive but less formal network of customers. The TPAS recommended Customer Strategy Group was still in review.

TR noted that the Tenant Satisfaction Measures overall satisfaction figure had decreased. The HoRA explained that the current telephone survey approach used an external supplier and how previously it was carried out in house, which produced a more positive result.

DEH asked in the Teams Chat Facility for a Day in the Life session at the next Board Strategy Day by the CEM.

EDO

LCN noted that the results were still anecdotal and asked how Rooftop was learning from the positive and negative comments raised by customers. The GCE advised that analysis of the root cause of customer comments would also be reviewed and included in the C1 programme report due at the next board meeting.

EDO

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

3689 Customer Scrutiny Panel (CSP) annual review

LH summarised her presentation including the number of changes in colleague mentoring of the Panel, the need to recruit new members, training sessions were being provided to the Panel and networking opportunities were being explored. She reported on the suggested areas of improvement for the Panel which would be discussed with the EDO and how he saw the future of it.

The Chair noted from the presentation the recruitment challenges for the Panel and the short timeframe for Panel responses to colleague requests.

DEH commented in the Teams Chat Facility the positive work of the Panel.

The IEDO explained that the CEM was now in post and would be working with the CSP on looking at the barriers stopping more customers joining it. The HoRA added that the CEM was attending the informal meeting of the Panel that was being held tomorrow.

LH confirmed to the Chair that all Panel Members had received the required equipment. The IEDO added that an induction framework needs to be created for new members of the Panel.

The HoG advised that the Terms of Reference of the Panel would be reviewed following discussion with the EDO.

The GCE apologised to LH for the number of colleague changes that the Panel had endured over the last year and he would continue to attend formal meetings to provide stability. He added that the CEM was a reliable manager and the Panel was one of her priorities. DEH commented in the Teams Chat Facility that the CEM had previously been her Neighbourhood Officer and always made sure that requests were actioned.

TR commented that it was nice to see LH in person as she attended every Audit and Risk Committee meeting, which were held virtually. She thanked her for the work that the Panel had undertaken over the past year.

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

LH left the meeting.

3690 Housing Ombudsman Determination Order complaint 202325127

The IEDO summarised the report and explained how three Heads of Service had undertaken each of the three separate investigations that the Housing Ombudsman (HO) had asked for. She explained that there had been significant activity to resolve the issues raised in the HO Determination Order. As part of the Order the Board was being asked to agree how it wished to monitor progress of the actions from the investigations which would, in the majority of cases, be added into the Complaints and Repairs Improvement Plans.

CEAP asked for a regular catch up as the incumbent Member Responsible for Complaints (MRC) and suggested other Board Members might also want to be updated individually but with a formal summary of progress provided to the Board at each meeting.

LCN noted the work undertaken in response to the Order and whether the underlying reasons of the case had been considered. The IEDO advised that the case had involved a number of colleagues in different teams over several years as well as issues with access to the neighbouring property. Processes had since been put into place to make sure that this type of case would not be repeated. The HoG added that this was an historic case and changes that had been made in this area over the last few years meant it should not be repeated. The GCE commented that there was now a robust approach to customer vulnerabilities including a workshop recently undertaken by all managers, a new infrastructure created with training provided to customer facing colleagues and all relevant customer facing policies updated to include reference to this. He noted that the majority of the colleagues involved with this case were no longer with Rooftop and for those who were, training or other Human Resources processes would be applied if appropriate. He had also made clear at the last Colleague Brief that 'walking on by' was not acceptable and had used an outline of this case as the example.

RHG and RHA: It was **RESOLVED** that the addition of the recommendations arising from the review of Complaint 202325127 into existing operational improvement plans for Complaints and Repairs and Maintenance with updates provided at each meeting until no longer deemed necessary by the Board be approved.

3691 Quarterly Financial Monitoring

This item was minuted separately.

3692 Compliance, Health and Safety report to 30 September 2024

The HoRA noted that it was another positive report and that the future reporting of complaints was being reviewed as there was currently duplication with the Customer Voice report.

DEH asked in the Teams Chat Facility whether the broken lift at St Oswald's Extra Care Village had been fixed, which the EDI confirmed. She added that similar parts were being ordered so that the second lift, which was currently operating, would not have a similar issue. CG queried what happened when parts became discontinued. The EDI advised that feedback was sought from contractors through servicing contracts and the cost of replacement equipment was built into the investment plans of the schemes.

CG commented that there was a good amount of work highlighted in the report and how processes/controls had been introduced and refined over time.

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

3693 Q2 2024/25 Risk update including any new or emerging risks

The HoRA commented that following the discussion at the Risk Workshop at the recent Board Strategy Day, a different style of reporting would be trialled in January for the quarter three report.

The Chair queried the Governance Downgrade Strategic Risk which the HoRA advised that the risk was always present but had decreased in the score to eight. The HoG added that any HO determination order received could have an impact on this risk.

The GCE summarised that there had been good challenge by the Board at the Risk Workshop and the future reporting of risk was being reviewed.

RHG and RHA: Members noted the content of the Q2 2024/25 Risk update report.

3694 Pershore Road, Evesham

The Chair left the meeting.

The EDI summarised the report.

There was a discussion held on the proposed scheme.

The Chair rejoined the meeting.

3695 Revised Anti-Money Laundering Policy

The EDI advised that Anthony Collins Solicitors (ACS) had provided an independent review of the Policy and the proposed changes.

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

3696 Consolidation of current Strategies

The GCE noted the comment from the RSH Inspection on the number of actions in Strategies and how it felt there was a need to be more focus by the Board and Executive Team on the high level ones only. The consolidation would reduce the level of reporting required to the Board and would be a transition over the next 12 months.

RHG: It was **RESOLVED** that the proposed consolidation of current Strategies as listed in the table in the report be approved.

3697 Procurement Strategy and revised Procurement Policy

The EDR advised that the new Procurement Act had been deferred to February 2025 but she did not expect any significant further changes to be made to it. She confirmed that the Strategy and Policy had been independently reviewed by ACS.

LCN commented on the need to embed the inclusion values into the workflows.

EDR

MH noted that the new Act gave more flexibility to Rooftop to go out to the market to find a suitable supplier but would involve increased administration in the process.

WH suggested that obtaining extended warranties on work undertaken was included in the procurement process. He added that there was potential for a review of the social value promised in contracts and whether these had been successfully undertaken.

EDR

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

3698 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.

3699 Revised Whistleblowing Policy

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

3700 Revised Financial Regulations

The EDR commented that there had been only minor changes made to the document in regard to new roles and job titles.

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

3701 Rent Standard compliance

The EDR explained the options available in the review of Rooftop's compliance with the Rent Standard. She favoured option two which included a 10% sample as there had been no questions from the RSH in this area of its Inspection.

There was a discussion on whether undertaking a full review rather than 10% sample was more economical. The EDR noted that there would be a resource implication with a full review.

She advised that the review would be reported to the Audit and Risk Committee in January and would feed into the rent setting process for 2025/26. This review would then be undertaken every five years as it has been seven years since the last one had been completed.

The HoRA commented that rent setting compliance was a major issue for housing associations and many had recently been downgraded to G2 due to failures in this area.

The EDR noted that this review would be similar to an Internal Audit.

The resource requirement was discussed with some concern raised by Members. The EDR explained that she was not sure at this stage what the workload would be as it depended on the questions raised by the consultants throughout the review.

It was proposed that the 10% sample (option two) was initially undertaken and if there were any issues a full review was completed at the proposed additional budget figure of £11,650.

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

- i. Review of current rent setting arrangements based on a 10% sample, with the provision of a review and any further work required and an additional budget of £11,650.
- ii. An addition training budget of £3,200 for 2024/25 to carry out rent standard training for colleagues.

3702 Revised Governance Policies

The EDR and WH left the meeting

RHG: It was **RESOLVED** to approve the following revised Governance policies:

- i. Disputes and Grievances Policy and Procedure (Board Members)
- ii. Shareholding Membership (RHG, RHA, RHL)
- iii. Standing Orders of the Board Appendix E - Board Terms of Reference
- iv. Governance Policy.

3703 Customer Scrutiny Panel (CSP) terms of reference – extension to review

WH rejoined the meeting.

RHG: Members noted the content of the decision taken report.

3704 Board Recruitment 2024 – progress update

The HoG reported that a total of 36 applications had been received for the two vacancies with seven candidates shortlisted for interview on 22 and 25 November. She confirmed that there was no involvement required by the CSP in these interviews and DEH represented the customer involvement in the process.

RHG: Members noted the content of the Board Recruitment 2024 – progress update report.

3705 Proposed Appointment to Office January 2025

The EDR rejoined the meeting.

The HoG noted the proposed changes from 1 January 2025 following the retirements of CG and TR and the clarity of roles as part of the C1 Plan.

RHG and RHA: It was **RESOLVED** that the appointments as proposed within the report (paras 1 to 7) be approved.

3706 Joint meeting of the Boards Forward Plan

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

3707 Any Other Business

3707.1 Warmer Homes: Social Housing Fund Wave 3 Bid

The EDI explained the report and how it had been brought at short notice to the meeting.

The EDR advised that Rooftop was providing a maximum bid but there was not an assumption that it had to deliver on it fully. Additional funding on the programme could be provided through disposals and the Stock Condition Survey data would be utilised to select the most suitable properties to be included. She added that this was a low financial risk for Rooftop.

WH confirmed his support to the report but noted that the equipment being installed would be far more costly to replace in the future compared to the previous equipment used.

In response to MH on a query on the bid, the EDI noted that it did not require match funding and a phased approach to the works would be undertaken to manage the risk.

CEAP commented that in principle it was a good offer but would it reduce our capacity to take up future opportunities? The EDI confirmed that this was the case but there was a cost cap to it. The EDR added that the Net Zero costs had yet to be introduced into the Financial Business Plan (FBP).

The EDI explained that Rooftop was not guaranteed the full amount of funding requested as it depended on whether the bid became oversubscribed. However, there would be some funding provided.

The HoRA commented on the recently published Sector Risk Profile and how housing associations should not be using sales to support the funding of their FBPs.

The Chair asked for regular updates on the programme which the EDI confirmed would be included in the Investment overview reports at each future meeting.

AM suggested that an update be provided at the May 2025 board meeting as part of the FBP discussions. He added that this was the right thing to do at the right time for Rooftop.

EDI

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

- i. The submission of a bid to secure Warm Homes: Social Housing Funding for decarbonisation works to up to 1,000 homes.
- ii. Rooftop co-funding with updates to be incorporated in the May 2025 Business Plan.

3707.2 The Chair reminded Board Members of the networking opportunities available on a board meeting day.

3707.3 There were presentations made to CG and TR to mark their final board meeting. The Chair thanked CG in his roles of Senior Independent Director and Vice Chair supporting her over the last three years, and to TR with her role as Audit and Risk Committee Chair and how the Committee had evolved over the last three years with her in post. The GCE commented on the potential that TR had when she joined Rooftop and how he would miss her personal skills as well as her financial skills that she brought to the role. For CG he would miss their regular catch up meetings and noted how the Compliance, Health and Safety reporting had evolved through CG's guidance and challenge. He brought a breath of fresh air to Rooftop and always provided challenge and support where required.

There being no other business the meeting closed at 1.17 pm.