



Meeting Minutes

Board/Committee:	The Riverside Group Ltd Board (the "Board")		
Date and time:	10.00am 14 April 2020		
Location:	Via video-conference		
Present:	▪ Terrie Alafat	(TA)	Chair
	▪ Pauline Davis	(PD)	Vice Chair
	▪ Tim Croston	(TC)	Board Member
	▪ Ingrid Fife	(IF)	Board Member
	▪ Carol Matthews	(CMM)	Co-opted Board Member
	▪ Sandy Murray	(SM)	Co-opted Board Member
	▪ Sally Trueman	(ST)	Board Member
In attendance:	▪ Richard Nichols	(RN)	Tenant Observer
	▪ John Glenton	(JG)	Executive Director of Care and Support
	▪ Ian Gregg	(IG)	Executive Director of Asset Services
	▪ Jo Lucy	(JL)	Executive Director Business Support
	▪ Cris McGuinness	(CAM)	Chief Financial Officer
	▪ Patrick New	(PN)	Executive Director of Customer Service
	▪ Anne-Marie Owens	(AMO)	Governance Manager
	▪ Sara Shanab	(SS)	Director of Governance and General Counsel
	▪ Hugh Owen	(HO)	Director of Strategy and Public Affairs
Apologies:	▪ Peter White	(PW)	Board Member

Min Ref:	Agenda Item	Action
52/20	<p><u>Welcome and Apologies for Absence (Item 1)</u> VERBAL</p> <ul style="list-style-type: none"> The Chair welcomed everyone to the meeting and noted that apologies had been received from Peter White. It was noted that a number of questions and comments on the report had been received from members and these would be answered in the course of the meeting or afterwards, where a detailed response could not be provided immediately. 	
53/20	<p><u>Declarations of Interest (item 1.2)</u></p> <ul style="list-style-type: none"> SM declared an interest in items 2.5 and 2.6 as an Impact Committee Member. It was determined that there was no actual or potential conflict which would preclude SM from taking part in the discussion and decision-making for these items. 	
54/20	<p><u>COVID-19 Response</u></p> <ul style="list-style-type: none"> The Board NOTED the report which summarised (by exception) the changes made across the business in response to the Covid-19 pandemic and where relevant, the regulatory and policy implications of such. The Board further noted the guiding principles which had been established to inform the ways in which changes required to policies, standards and services would be agreed and implemented. Assurance was provided that all decision making arising from the response to COVID-19 was (and would continue to be) captured in a clear and auditable corporate record. The Board concurred that the report was comprehensive and it was content that the response to date had been appropriate, dynamic and correctly focused. Thanks were extended to the Executive Team, and staff, in particular those individuals who continued to deliver services on the frontline. Thanks were also given in Carol's weekly blog circulated on 17 April 2020. Having reviewed the sample matrix of decisions taken with respect to Asset Services, the Board requested that the matrices for all business areas be circulated following the meeting. The potential impact of COVID-19 on customer debt was discussed. PN explained activity underway and planned to mitigate this risk which included: <ul style="list-style-type: none"> Direct calls to all customers prioritising those recognised as income vulnerable to identify and provide additional support as needed; Directing customers contacting Riverside to the right team to provide support and advice; 	<p>CMM</p> <p>AMO</p>

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	<ul style="list-style-type: none"> ○ Accelerating the income collection procedure revision work to improve Riverside’s approach; and ○ Utilising resource in other teams to support the work of the income collection team. <ul style="list-style-type: none"> ● It was noted that, while evictions were not being currently pursued and debts incurred due to COVID-19 would not result in eviction proceedings, when business as normal resumed there would be an increase in workload arising from the pause in eviction activity during the crisis period. ● The Chair queried if plans were underway to understand and meet the additional resource required to effectively transition from emergency arrangements to business as usual. PN advised that this was currently under Executive consideration. He highlighted the employment of members of the Housing Services Processing team to carry out calls to customers, including recent Universal Credit applicants, as an example of resource optimisation already in place. It was noted that the Board would be kept apprised of how changing resource needs would be met as the situation and Riverside’s response developed. ● CMM added that the new Corporate Plan contained tenancy sustainment as a theme and £250k had been allocated to be used by teams to improve services in this area. ● In response to a query, it was noted that Bedroom Tax charging was dependent on the circumstances of individual households. ● The Board discussed the potential impact on the audit timetable. CAM advised that auditors continued to work through how COVID-19 should be treated in year end audits and Pension Valuations, and Riverside were monitoring the development of these considerations to understand the impact. It was noted that there would likely be an increased focus on organisations’ assessment of going concern however Riverside was confident that this could be strongly demonstrated. ● The Board received a summary of the response to date in Care and Support and welcomed the focus on protecting and supporting vulnerable customers and staff. IF noted that the response to the COVID-19 crisis offered an opportunity to develop and retain service improvements following resumption of business as usual. It was noted that the Hull PFI Working Group had met and discussed COVID-19 impacts on the service, contractual relationships and loan covenants. CAM reported that discussion had been held with both Hull City Council and Aviva. Hull City Council had agreed to relax performance standards which would ordinarily lead to deductions and therefore these were unlikely to be incurred during the emergency period. Aviva were unable to agree to a loan waiver where there was currently no default. Verbal assurance had been provided by Aviva that they 	

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	<ul style="list-style-type: none"> • The Board queried how agile the Executive Team could be in responding to an increase in rent debt. Assurance was provided that debt was being closely tracked and the business was being proactive in supporting income vulnerable customers as referenced previously in the meeting. CAM noted that Riverside were currently forecasting on a monthly basis which supported an agile response to changing risk. She added that the detailed forecast would inform scenario modelling which would further assist in shaping the response. It was noted that March's management accounts had not shown any material impact from COVID-19, however April's were expected to be significant in this respect. • The Board concurred that the scenario testing carried out to date was appropriate and acknowledged that it would become more refined as key data became available and the detailed forecasting work was completed. • CMM advised that efficiencies achieved through changes in ways of working in response to COVID-19 would be maintained where appropriate following resumption of business as usual. 	
56/20	<p><u>Group Risk Map (item 2.3)</u></p> <ul style="list-style-type: none"> • The Board received and reviewed the update Risk Map. • There was significant discussion of the decision to treat COVID-19 as an issue (rather than a risk) in the Risk Map, and capture its impact both actual and potential on existing business risks. The Board noted Peter White's suggestion that including COVID-19 as a discrete risk in the Risk Map might better support the Board's oversight. Following discussion, the chosen approach was endorsed as it delivered visibility of the impact of COVID-19 on individual risks across the business and mitigations taken. It was further noted that the COVID-19 updates to Board would provide the total view, supplementing the information contained in the Risk Map. 	
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	<p>[REDACTED]</p> <ul style="list-style-type: none"> ■ [REDACTED] ■ [REDACTED] 	
58/20	<p><u>Execution of Deeds – COVID-19 Arrangements (item 2.5)</u></p> <ul style="list-style-type: none"> • The Board received and noted an update on temporary adjustments to document signing arrangements made to date to ensure ongoing operational efficiency during the lockdown period while maintaining appropriate controls. • The Board reviewed proposals for further adjustments to the signing of TRGL Deeds including a refreshed Power of Attorney authorisation and process. It was noted that the proposals had been developed with the support of external legal advice. • Following due and careful consideration, the Board RESOLVED THAT, for a period of 6 months from 20 April, a power of attorney is granted authorising the following categories of employees to execute deeds (in relation to matters within the delegated authority of the employee carrying out the execution, or for which the Board has delegated authority) on behalf of The Riverside Group Limited: <ul style="list-style-type: none"> Category 1 Chief Executive Directors (Executive, Regional, Assistant, Service) Managing Director of Impact Managing Director of Compendium Living Heads of Service Category 2 Departmental and functional managers with the approval of the relevant Executive Director <p>And</p> <ul style="list-style-type: none"> • That all Deeds executed under Power of Attorney will be executed with one attorney signing in the presence of a witness with a further attorney providing approval of the execution via email. 	
59/20	<p><u>Shareholding Entitlement Amendment (item 2.6)</u></p> <ul style="list-style-type: none"> • The Board considered an adjustment required to the Governance Standing Orders following the Transfer of Engagements from Impact Housing which included the transfer of a number of Shareholders. 	

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	<ul style="list-style-type: none"> • Following due and careful consideration, the Board APPROVED the following addition to section U (iv) of the Governance Standing Orders, Entitlement to Shareholding Membership of TRGL: <ul style="list-style-type: none"> ○ all those who held a share in Impact Housing Association at the point of its transfer of engagements to The Riverside Group Limited on 1 April 2020. 	
60/20	<p><u>Any Other Business (Item 3)</u></p> <p><u>Care & Support</u></p> <ul style="list-style-type: none"> • The Board was pleased to note that Riverside were actively lobbying alongside sector colleagues with the Government to secure additional funding to meet increased costs arising from the COVID-19 pandemic. • JG reported that Hull City Council had offered to meet the costs of overtime and agency workers required as part of the COVID-19 response and noted that other Local Authorities were being approached to enquire if they would do the same. • It was noted that good progress was being made in providing accommodation for rough sleepers and thoughts were turning to how this progress could be maintained following lockdown. • JG advised that awareness of the importance of PPE had clearly increased during the pandemic crisis and this would have benefits in the longer term. <p><u>Staff Well-Being</u></p> <ul style="list-style-type: none"> • JL updated the Board on the range of initiatives launched to support colleague well-being, utilising all available communication channels. The Board offered to be involved in any future messaging where this would be helpful. <p><u>Chair's update</u></p> <ul style="list-style-type: none"> • The Chair reported that she had held meetings with the majority of Board colleagues. She highlighted the use of technology to achieve more efficient governance practice and reducing meeting pack volume through more concise and focused reporting as opportunities for improvement. It was noted that the changes in practice arising from COVID-19, would provide a good foundation on which to build new ways of working. The Chair concluded that she was very happy to be a part of Riverside and identified it as a great organisation. <p><u>Board Recruitment</u></p> <ul style="list-style-type: none"> • SS provided an update on Board Member recruitment. The Board noted that COVID-19 had not appeared to have impacted on the process with a good number of applications received. A longlisting exercise would be carried out later that day to identify a strong 	

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	<p>candidate pool for first interviews and an update would be given at May's Board meeting. The Chair and PD agreed that the recruitment process would continue in line with the timeframes in place and should not be adjusted in response to the lockdown, as recruitment remained a priority for the Board. SS advised that the interview arrangements would be adapted as needed to reflect current circumstances.</p> <p>There being no further business, the Chair declared the meeting closed.</p>	
61/20	<p><u>Date of Next Meeting (Item 4)</u></p> <p>To be held on 14 May 2020 at 10.00 am.</p>	

Signed:

Date

Terrie Alafat, TRGL Board (Chair)