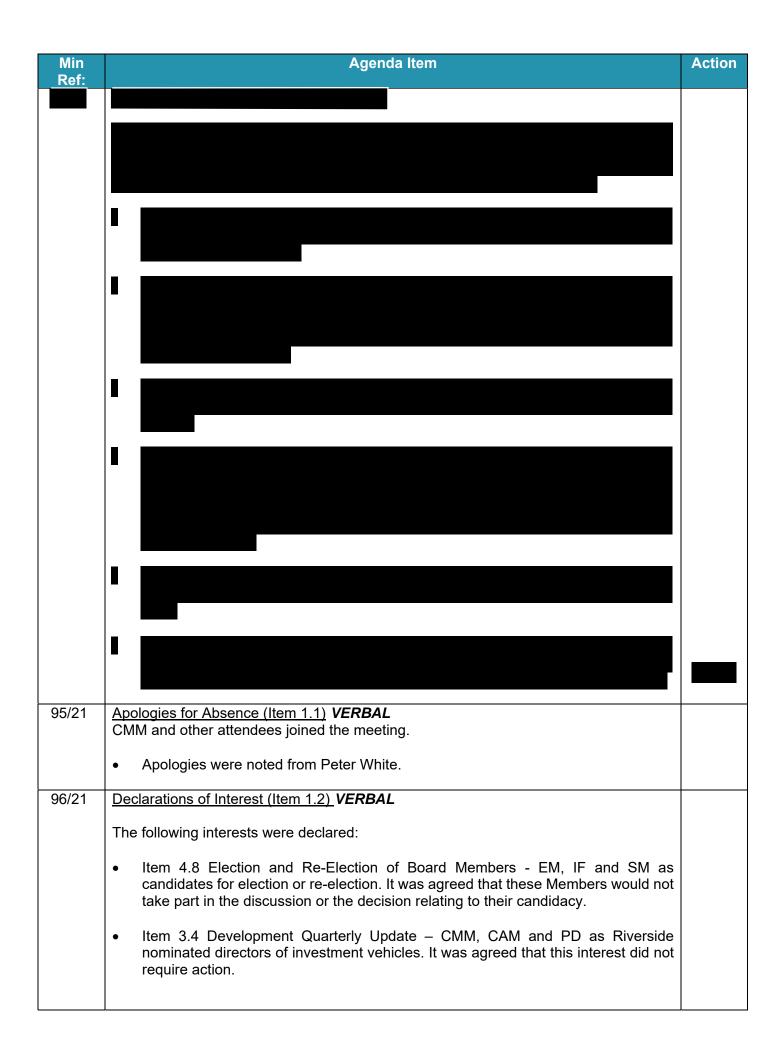


## **Meeting Minutes**

Board/Committ	The Riverside Group Ltd Board (the "Board")			
ee:				
Date and time:	11am, 15 July 2021			
Location:	Via video-conference			
Present:	Terrie Alafat	(TA)	Chair	
	Pauline Davis	(PD)	Vice Chair	
	Goi Ashmore	(GA)	Board Member	
	Ingrid Fife	(IF)	Board Member	
	Erfana Mahmood	(EM)	Board Member	
	Carol Matthews	(CMM)	Co-opted Board Member	
	Sandy Murray			
	Lisa Tennant	(LT) Board Member		
	Sally Trueman	Trueman (ST) Board Member		
In attendance:	Cameron     Dougherty	(CD)	Tenant Observer	
	John Glenton	(JG)	Executive Director of Care and Support	
	Ian Gregg	(IG)	Executive Director of Asset Services	
	Cris McGuinness	(CAM)	Chief Financial Officer	
	Patrick New	(PN)	Executive Director Customer Service	
	Jo Lucy	(JL)	Executive Director Business Support	
	Sara Shanab	(SS)	Director of Governance and General Counsel	
	Anne-Marie Owens	(AMO)	Governance Manager (Secretary)	
	Caroline Corby	(CC)	Chair of One Housing Group	
	Paul Hillard	(PH)	Managing Director Irvine	
	Richard Hill	(RH)	CEO of One Housing Group	
Apologies:	Peter White	(PW)	Board Member	



Min Ref:	Agenda Item	Action
IVG1.	The Board agreed that a log of interests declared at meetings be produced and maintained in the Board document library on Convene.	AMO
	GA joined the meeting.	
97/21	Chair's Matters (Item 1.3) VERBAL	
	• The Chair noted that the agenda was substantial primarily due to year end compliance matters and the approval of Financial Statements for a number of entities. SS assured the Board that work continued to rationalise the corporate structure and it was anticipated that the number of entities within the Group would decrease by the end of the current financial year.	
98/21	Customer Story (Item 1.4).	
	The Board noted the customer's story presented and that lessons learned from the customer's experience had directly influenced improved processes and approach. It was agreed that the service failures described, highlighted the importance of Riverside's culture journey.	
99/21	Our Riverside Way Everyday- Programme Update (Item 1.5)	
	The Board received and noted an overview of the Our Riverside Way Everyday training programme which had been specifically designed to focus on embedding our values across Riverside.	
	<ul> <li>An update was provided and noted on the purpose and content of the programme and progress made in rolling it out to all staff.</li> </ul>	
	The Board noted that there was a session on culture planned for the joint event with OHG colleagues in September and requested that thought be given to how the Board could engage with the programme to demonstrate its role in setting and exemplifying the culture and expected behaviours in the business.	PN/JL
	LT noted that the Customer Engagement Committee (CEC) would monitor delivery of the programme and provide assurance to Board.	
	<ul> <li>The Board agreed that a critical success factor was maintaining momentum and consistently reinforcing the culture and expectations. PN advised that there were a number of activities in place to achieve this and noted that it would be further discussed at CEC to ensure alignment with other related workstreams to achieve a coordinated approach.</li> </ul>	
	<ul> <li>The Board discussed how success would be measured through output and impacts. JL advised that the programme was primarily about training delivery and formed part of a larger programme designed to achieve culture change, embed values and behaviours and develop an employer brand. It was noted that colleague and customer feedback would be crucial in measuring impact.</li> </ul>	
100/21	Chief Executive's Report (Item 2.1) CONF.	
	The Board noted the CEO's update.	

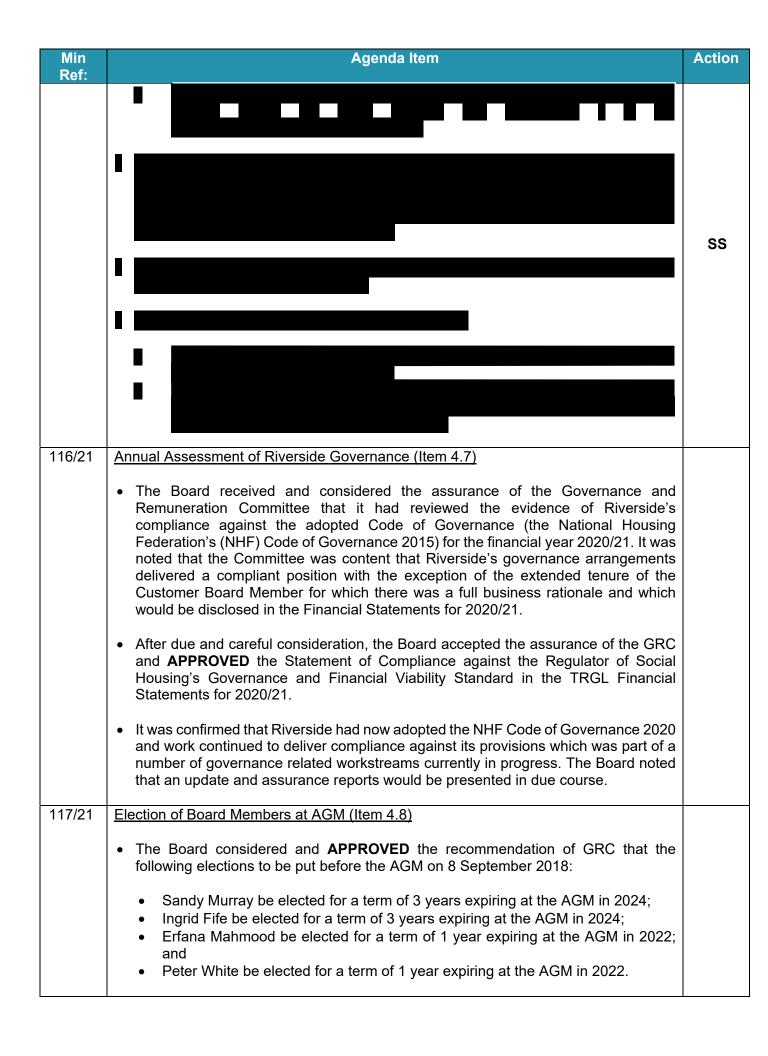
Min Ref:	Agenda Item	Action
- Kei.	<ul> <li>The Board received an update on repairs issues experienced in Weetslade Court.         JG advised that contractors were now on site and work was underway to agree a         commercial settlement and reset the relationship with the contractor. It was noted         that repairs were partially completed and additional support and communications         to customers and families were in place until full resolution was achieved. The         Board was assured that the Riverside Care &amp; Support Committee (RC&amp;SC) was         closely monitoring the situation.</li> <li>The Board requested a future masterclass on Care &amp; Support services.</li> </ul>	JG
101/21	Scotland Growth and Branding Report (Item 2.2)	
	<ul> <li>The Board received and noted the report setting out the context for future merger and acquisition activity in Scotland and seeking approval for a Scotland Growth Strategy Statement and supporting actions.</li> </ul>	
	The Board noted the intention of the Chair to visit Riverside's sites in Scotland later in the year and agreed the importance of promoting Riverside in this key region.	
	Opportunities for expanding Care & Support services in Scotland through merger and acquisition activity were discussed, and the Board noted that if existing experience and expertise was limited in this area, careful due diligence would be required before any partnership was entered into.	
	<ul> <li>A query was raised on the relatively low number of opportunities bid for over the past 10 year period. PH responded that previously the criteria had placed a number of constraints on which opportunities Riverside and Irvine would pursue. PH advised that it was important to achieve a balance between retaining control and applying a clear and consistent criteria while also applying judgement to each opportunity and being open to relaxing the criteria where it was prudent to do so.</li> </ul>	
	PD provided the Board with a reminder of the changes in Riverside's governance structure in Scotland in 2020, with the responsibilities of the Scotland Committee largely moving to Irvine Board. She noted that the criteria agreed by the Scotland Committee had been based on sound intelligence however it was the right time to reconsider these.	
	The Board acknowledged that Riverside's reputation as an English Registered Provider had impacted its ability to secure opportunities with bids often awarded to Scottish organisations. It was agreed that this supported the proposed Strategy of building the Riverside Scotland brand and networks and working to change perceptions. It was noted that the proposed new Chair of Irvine Board, James Strang would be a valuable addition in achieving these objectives.	
	Following due and careful consideration, the Board:	
	<ul> <li>AGREED and ADOPTED the Scotland Growth Strategy Statement; and</li> <li>AGREED to the actions in support of this Strategy</li> </ul>	
102/21	Appointment of Irvine Chair (Item 2.3)	

Min Ref:	Agenda Item A			Action	
Nei.	The Board received and considered the recommendation of the GRC and the recruitment selection panel to appoint James Strang as the Chair of the Board of Irvine Housing Association Limited.				
	•	of James S	due and careful consideration, the Board <b>APPROVED</b> the appointment Strang as Chair of Irvine Housing Association Limited with effect from it to the election of Mr Strang by the Irvine HA Board following the 2021		
	•		extended its thanks to PH f nis new role.	or his service and contribution and wi	shed
		left the meet	•		
103/21	Aid	<u>s and Adapta</u>	tion contract approval (Item	<u>1 2.4)</u>	
	•	The Board received and noted the report detailing the outcome of an Asset Services procurement exercise for the Design, Supply and Installation of Aids and Adaptations.			
	•		d that due to the value of t d to approve the contract av	the contract, a decision was required ward.	from
	•	5 year (3 ye	g due and careful consideration, the Board <b>APPROVED</b> the awarding of a year + 1 + 1 option to extend) Regional contract for Design, Supply and on of Aids and Adaptations to the below contractors:		
		Lot No'	Lot Name (Region)	Proposed Awarded Contractor	
		1	North	UPS	
		2	LCR	T F Jones	
		3	South & Midlands	Whittle Programme maintenance T/A Hankinson Whittle	
104/21	Co	mmittee & Su	bsidiary Board Update (Iten	n 3 1)	
10.72	•	The Board		date on Subsidiary Board and Comm	nittee
	Evolve Facilities Services Ltd Board – the Board asked for confirmation that any review of the repairs policy would be carried out with appropriate customer involvement and engagement. IG advised that this would be the case.			•	
	•	• London Development Committee – PD advised that the ballot in Calverley Close was underway and Riverside colleagues had conducted a walkthrough of the site with tenants the previous day. It was noted that the results of the ballot would be known at the end of July.			e site
	•	RC&SC – IF advised that the Committee's development day in September would include a focus on markets and products which would be included in the Board Masterclass to be arranged. The Board welcomed the high percentage of Care & Support colleagues who were now vaccinated.			Board
	Riverside Customer Voice Executive – CD noted the intention to run two scrutiny exercises simultaneously.			utiny	

Min Ref:	Agenda Item	Action
	Group Audit Committee – SM advised that the Committee had reviewed and scrutinised substantial evidence to inform the assurance reports to Board presented later on the agenda.	
	Customer Experience Committee - PN shared PW's comments in his absence. It was noted that there were no issues for escalation to the Board and building safety compliance performance was particularly strong. It was further noted that there had been some plateauing of customer service performance however PN had shared plans for improvement which PW was content with.	
105/21	Care and Support Annual Summary (Item 3.2)	
	The Board received and noted an overview of the activities, challenges and achievements of the care and support business during the year ending March 2021. The Board further noted the progress made regarding operational and financial performance and business growth together with an update of current major projects.	
	• It was noted that voids performance had been an area for improvement pre-COVID- 19 and the position had worsened due to the impact of the pandemic. The Board was assured that the multiple and complex issues were being addressed and performance was improving and being closely monitored by the RC&SC.	
	The Board welcomed the significant achievements of the past year noting the challenges faced by the Care and Support team and the work and commitment required to deliver strong performance in an exceptional operating environment.	
	The Board queried if the Government's campaign to reduce homelessness and rough sleeping during the pandemic would deliver long term results. JG advised that while the campaign had seen significant decreases in rough sleeping, by summer of 2020 people were returning to the streets. It was hoped numbers would not return to pre-COVID levels but it was too early to say.	
	In response to a query, JG explained the composition of the customer involvement and co-production project and the routes for customer views to feed through and inform services.	
106/21	Operational Performance Report (Item 3.3)	
	The Board received and noted the operational performance report for the period ending May 2021.	
	<ul> <li>Concern was raised with the number of high risk overdue actions. IG explained that the programme had been accelerated following the Grenfell disaster and unrealistic targets had been set. The Board was assured that the number of overdue actions was being closely tracked and had significantly reduced however a number of access issues were being experienced. It was noted that Savills had been engaged to identify how the remaining overdue actions could be completed.</li> </ul>	
	The Board noted the actions being taken to address issues with staff retention and recruitment and asked that this be expanded upon in the next People Plan update to Board.	JL

Min Ref:	Agenda Item	Action
107/21	Quarterly Development Update (Item 3.4) CONF.	
	The Board received and noted a summary of development activity across The Riverside Group Limited for the quarter ended 30th June 2021.	
	It was noted that performance remained strong however a materials shortage was expected although not yet impacting Riverside and some skills shortages in the North West were being experienced.	
	In response to a query, CAM advised that work in Keswick Close, Rochdale was due to restart shortly and there were no concerns.	
108/21	Financial Performance Update (Item 3.5)	
	The Board received and noted the Financial Performance Report (FPR) Summary for May (Period Two), compared to Budget and the one red and two amber Early Warning Signs. There were no matters raised for discussion.	
109/21	COVID-19 Update (Item 3.6)	
	The Board received and noted the update on Riverside's response to COVID-19.	
	It was noted that lessons learned had shown Riverside's decision to not be influenced by media reports but to base its response on Government guidance had been prudent.	
	It was further noted that a notice had been received from the Regulator of Social Housing that they now see COVID-19 as business as usual.	
	The Board welcomed the action taken to encourage staff to reconnect and come together in a safe way with precautions for office working in place.	
	The Board requested that thought be given to an appropriate memorial for those customers and colleagues who had lost their lives in the pandemic.	IG
110/21	Risk Register (Item 4.1)	
	The Board received and noted the updated Strategic Risk Register. It was noted that risks relating to Project Neo were captured in a separate risk register which was monitored by the Joint Action Group and Joint Advisory Committee.	
	The Board discussed the risk of a skills gap in delivering the zero carbon agenda. IG noted that the Government viewed this a job growth opportunity however the current risk related to funding for sustainability works. It was agreed that resource risk including skills should be added to the PEST analysis for discussion at the joint event with OHG in September.	САМ

Min Ref:	Agenda Item	Action
		ss
111/21	<ul> <li>Minutes of Meetings 13 May and 18 June 2021 (Item 4.2) CONF.</li> <li>The minutes of the meetings held on 13 May 2021 and 18 June 2021 were APPROVED as an accurate record.</li> </ul>	
112/21	Matters Arising (Item 4.3) CONF.      Updates provided on Matters Arising from previous meetings were noted.	
113/21	<ul> <li>Chair's Actions and Written Resolutions (Item 4.4)</li> <li>Decisions taken via Chair's delegated authority or Written Resolution since the Board last met were noted.</li> </ul>	
114/21	<ul> <li>Skylight Lettings Ltd – Return of Capital &amp; Strike Off (Item 4.5)</li> <li>The Board received and noted an update on the Ethical Lettings tripartite Joint Venture Company Agreement with Regenda and Plus Dane which Riverside entered into on 11 January 2021.</li> <li>It was noted that on 11 June 2021 Regenda had approached TRGL to suggest that the JV should be wound up. A consensus was reached that a JV involving three Registered Providers for a small organisation was too unwieldy to ensure that objectives were achieved in a speedy, efficient and effective manner. The structure was disproportionate to the task and thus delivery.</li> <li>Following due and careful consideration of the options presented, the Board:         <ul> <li>APPROVED the dissolution/winding up of the JVC including associated actions and</li> <li>APPROVED the proposed governance arrangements set out above.</li> <li>DELEGATED to the Chief Executive Officer and Director of Governance and General Counsel permission to do all acts and things which may be necessary or desirable for the purpose of effecting this dissolution.</li> </ul> </li> </ul>	
115/21		



Min Ref:	Agenda Item	Action
118/21	Modern Slavery & Human Trafficking Act Statement (the Statement) (Item 4.9)	
	<ul> <li>Having reviewed the updated Statement, containing minor amendments to reflect operational changes, the Board APPROVED the Modern Slavery Statement 2020/21 and AUTHORISED the Chief Executive to sign and publish the statement of behalf of the Board.</li> </ul>	
119/21	NROSH & Quarterly Disposals Notification Submissions Report (Item 4.10)	
	The Board <b>NOTED</b> the disposals report submitted to the Regulator of Social Housing on a quarterly basis. There were no material matters raised for discussion.	
120/21	Asset and Liability Register (Item 4.11)	
	The Board considered the report providing assurance that the Asset and Liability Register (the "Register") complied with the Regulator's Governance and Financial Viability Standard.	
	<ul> <li>Having noted the opinion of the Group Audit Committee which had considered the matter at its meeting in June 2021, the Board accepted its assurance and APPROVED the Statement of Compliance against the Regulator of Social Housing's Governance and Financial Viability Standard in the TRGL Financial Statements for 2020/21.</li> </ul>	
121/21	Execution of Deeds – Power of Attorney (Item 4.12)	
	The Board considered a proposal to extend the Power of Attorney arrangements put in place in response to COVID-19, until 31 October 2021, to allow a review to be completed of the control framework around the Execution of Deeds. It was noted that recommendations arising from this work would be submitted to the Board meeting on 7 October 2021.	
	The Board <b>RESOLVED THAT</b> , with effect from the date of this meeting until 31 October 2021, 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:	
	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	
	And	
	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.	

Min Ref:	Agenda Item	Action
122/21	2020/21 Review of Internal Control Framework (Item 5.1) CONF.	
	The Board considered the results of the annual review of the framework of internal control and the recommendation of the Group Audit Committee, which had considered the matter at its June meeting, that the Statement of Internal Control be approved.	
	The Board accepted the assurance of the Group Audit Committee and noted that the report was characterised by openness and transparency. Following due and careful consideration, the Board APPROVED the internal control assurance report included in the draft TRGL Financial Statements.	
123/21	Compliance with Governance and Financial Viability Standard Report 2020/21 (Item 5.2)	
	The Board considered the Regulatory Compliance Assurance report from the Group Audit Committee (GAC), based on its findings from a review of Riverside's compliance against the Regulatory Standards carried out in June 2021.	
	The Board noted the view of the Executive Team and GAC, that Riverside complied with the Regulatory Standards, based on the evidence provided by the business and the rigour of the assessment process applied.	
	It was noted that:	
	there were a small number of notifiable issues across the Group in the period, these were reported to the Regulator for Social Housing. In all cases, following investigation, it was confirmed by the Regulator that no further action would be taken.	
	<ul> <li>there had been a number of non-material statutory breaches in the period primarily relating to Data Protection and RIDDORs. These were not considered of sufficient materiality to report a position of non-compliance</li> </ul>	
	Following due and careful consideration, the Board accepted the assurance of the Group Audit Committee and APPROVED the Statement of Compliance against the Regulator of Social Housing's Governance and Financial Viability Standard in the TRGL Financial Statements for 2020/21.	
124/21	Financial Statements for year ended 31 March 2021 and key issues for consideration with respect to: (Item 5.3) CONF.  (a) TRGL (b) St. Michael's Housing Trust (c) Donald Bates Charity (d) Eleanor Godfrey Crittal Charity (e) Eventide Homes Trust	
	The Board reviewed the Group's Financial Statements ("the Statements") for the year ended 31 March 2021, which had been previously reviewed and approved by the Group Audit Committee at its meeting in June 2021 and noted the key issues to be considered in its decision.	

Min Ref:	Agenda Item	Action
Kei.	The Board noted that an unmodified audit opinion was expected for all entities and while there would be number of further amendments required to the Statements, these would all fall within the immaterial category.	
	It was agreed that it had been a successful year with good performance in a difficult operating environment and the Board thanked the team for their work.	
	Following due and careful consideration, and on the recommendation of the Group Audit Committee the Board RESOLVED THAT/TO:	
	<ul> <li>The going concern basis as the appropriate basis for the preparation of the Group's 2020/21 financial statements;</li> </ul>	
	<ul> <li>With respect to:         <ul> <li>(i). The Riverside Group Limited</li> <li>(ii). The St Michael's Housing Trust</li> <li>(iii). Donald Bates Charity</li> <li>(iv). Eleanor Godfrey Crittal Charity</li> <li>(v). Eventide Homes Trust</li> </ul> </li> </ul>	
	o the Financial Statements for the year ending 31 March 2021 are approved;	
	<ul> <li>instruct a Director and the Company Secretary to sign, via "DocuSign" or equivalent electronic signature method, the Directors'/Trustees' Report, the Strategic Report and the Statement of Financial Position as required and as appropriate;</li> </ul>	
	<ul> <li>note the Auditor's report submitted by KPMG LLP, Chartered Accountants, the statutory auditors of the Financial Statements for the year ended 31 March 2021; and</li> </ul>	
	o In the event that KPMG require any further amendments to the financial statements, to authorise the CEO and CFO to approve those changes. In the event that the changes materially alter the view of the state of the Group's affairs as presented here, Board approval will be sought.	
125/21	Management Representative Letters for: (Item 5.4)  (a) TRGL  (b) St. Michael's Housing Trust	
	(c) Donald Bates Charity (d) Eleanor Godfrey Crittal Charity (e) Eventide Homes Trust	
	The Board reviewed the Management Representation letters for the Riverside Group Limited and charitable trusts, which had been considered and approved by the Group Audit Committee at its meeting in June 2021.	
	After due and careful consideration, and upon the recommendation of the Group Audit Committee, the Board resolved to <b>APPROVE</b> the draft management representation letters for the entities listed below, and <b>AUTHORISE</b> the Chair or the Chief Financial Officer as appropriate to sign for and on behalf of the Board.	
	(a) The Riverside Group Limited (b) The St Michaels Housing Trust	

Min Ref:	Agenda Item	Action
11011	(c) Donald Bates Charity (d) Eleanor Godfrey Crittal Charity (e) Eventide Homes Trust	
126/21	Any Other Business (item 6)	
	The Board was reminded of the forthcoming Masterclass on sustainability and climate emergency to be held at 1pm on Monday 19 July and it was agreed to recirculate the invite.	
	SM extended thanks to the Governance Team for the substantial compliance work carried out as part of year end assurance activity.	
	The Board extended its thanks to the Executive Team and staff for the work carried out in producing the substantial set of papers presented to the meeting.	
	CC and RH left the meeting.	
127/21	Date of Next Meeting – Annual General Meeting 8 September 2021, Board Joint Event with One Housing Group Day 9 September 2021 (Item 8)	
	There being no further business the meeting was closed.	

Signed:	Date
Terrie Alafat, TRGL Board (Chair)	Dato