



Meeting Minutes

Board/Committee:	The Riverside Group Ltd Board (the "Board")		
Date and time:	10am, 20 January 2022		
Location:	Microsoft Teams Video conference		
Present:	• Terrie Alafat	(TA)	Chair
	• Pauline Davis	(PD)	Vice Chair
	• Caroline Corby	(CC)	Vice Chair
	• Olwen Lintott	(OL)	Board Member
	• Ingrid Fife	(IF)	Board Member
	• Carol Matthews	(CMM)	Co-opted Board Member
	• Erfana Mahmood	(EM)	Board Member
	• Rommel Pereira	(RP)	Board Member
	• Sam Scott	(SS)	Co-opted Board Member
In attendance:	• Paula Simpson	(PS)	Tenant Observer
	• John Glenton	(JG)	Executive Director Care and Support Services
	• Cris McGuinness	(CAM)	Chief Financial Officer
	• Ian Gregg	(IG)	Executive Director Asset Services
	• John Glenton	(JG)	Executive Director Care and Support Services
	• Patrick New	(PN)	Executive Director Customer Service
	• Richard Hill	(RH)	CEO of One Housing Group
	• Sara Shanab	(SSh)	Director of Governance and General Counsel
	• Anne-Marie Owens	(AMO)	Governance Manager (Secretary)
Apologies:	• Goi Ashmore	(GA)	Board Member
	• Stewart Davenport	(SD)	Board Member
	• Sandy Murray	(SM)	Board Member

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01/22	<p><u>Apologies for Absence and Welcome (Item 1.1)</u> VERBAL</p> <ul style="list-style-type: none"> Apologies were NOTED from Goi Ashmore, Sandy Murray and Stewart Davenport. 	
02/22	<p><u>Declarations of Interest (Item 1.2)</u> VERBAL</p> <ul style="list-style-type: none"> The following interests were declared. All staff members present declared an interest in item 2.4, 2022/23 Budget and Business Plan–Revised Timetable, under which the Board was asked to approve the parameters within in which the CEO could negotiate the 2022/23 staff pay award with the Union. 	
03/22	<p><u>Chair’s Matters (Item 1.3)</u> VERBAL</p> <ul style="list-style-type: none"> The Chair welcomed OL to her first meeting as a Board Member and wished colleagues Happy New Year. It was noted that the agenda would allow for detailed discussion of key strategic items including the impact on services of the Malware attack, Building Safety, Health, Safety and Environment and the new Group Risk Register. The Chair extended thanks for the recent Board Masterclass on Business Planning and noted that an additional Board meeting would be arranged for February 2022 to allow discussion of the 2022/23 Budget in advance of approval in March 2022. Members were asked to contact SSh if they had an interest in joining the Housing Diversity Network and/or it’s mentoring programme and also if they wished to attend the National Housing Federation’s Governance Conference on 3 and 4 February 2022. It was noted that recruitment for Chairs of the Customer Experience Committee (CEC) and Group Development Committee (GDC) was progressing well and the timetable would allow for appointment in March 2022. The Chair advised that customers would be involved in the selection process and SSh would be in contact with colleagues who wished to be part of the process. <p>█ The Chair advised that the Governance and Remuneration Committee had agreed via Written Resolution on 18 January 2022, to recommend an increase in remuneration for Pauline Ford following her appointment to the One housing Group Limited Care & Support Committee which took her Riverside Group roles to three. █ █ █ █</p>	SSh
04/22	<p><u>Customer Story (Item 1.4)</u> PRESENTATION</p> <ul style="list-style-type: none"> The Board NOTED the Customer Story presented. It was agreed that the story was a great example of how effective, collaborative working could transform customers’ lives. CC queried Riverside’s approach to under occupation. PN explained that the business would liaise with the customer about moving into a more suitable property however it was not always possible to find alternative accommodation quickly. The Board agreed the likelihood of this scenario increasing in the challenging financial environment and 	

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	<p>the importance of ensuring tenancy sustainment funds were adequate and collaborative working embedded, including links with external agencies.</p> <ul style="list-style-type: none"> In response to a query, PN advised that Riverside makes every effort to avoid eviction and engage with customers in difficulty. However, if efforts to engage are unsuccessful, eviction is sometimes unavoidable but always reviewed and signed off at a senior level of the business. The Board asked how good work is celebrated and communicated. PN advised that Riverside Matters is sent to all colleagues each week and once a month is customer dedicated and shares customer stories. The Customer Service Team also had its own newsletter which included customer stories and examples of best practice in each issue. Information was also shared with CEC. PN confirmed that rent increase letters would contain signposting to all available help and support and were being developed in consultation with the Riverside Customer Voice. The Chair asked OL and PS to provide feedback following receipt of their letters. 	
05/22	<p><u>Chief Executive's Report (Item 2.1)</u> CONF</p> <ul style="list-style-type: none"> The Board NOTED the CEO update. HIVE Survey - It was agreed that presentation on the HIVE Survey would be added to the agenda of the additional meeting in February. Rent Report - It was noted that in the December rent report, Board approved that the standard increase for shared owners would be in accordance with their lease terms. However, it had come to light that some lease rent increases were based on November inflation which was over 7% and the Executive Team were now proposing the introduction of a cap. Following due and careful consideration, the Board APPROVED the application of a blanket ceiling of 5% maximum increase to shared ownership rents despite the range of mechanisms in place across this tenure. Sector Matters - CMM reported that the first hearing of the Housing Select Committee on social housing regulation was on Monday, 17 January 2022. Riverside had made a submission which colleagues at OHG fed into, and the G15 had done one also. It was noted that at the hearing, tenants raised the issue of disrepair and identified as being anti-tenant, those matters Riverside and others in the sector had raised with the Government regarding the impact on services of payments to solicitors and problems with accessing properties. Tenants advised they had received a copy of a Riverside Report discussing disrepairs from a Riverside Staff Member. This followed the leaking of a set of Executive Team minutes in 2021 with a group who were hostile to Project Neo. CMM noted that Clare Miller had delivered an effective response to the tenant comments, highlighting the issues that providers were experiencing through disrepair claims and sharp practices by legal firms. CMM advised that Riverside were committed to transparency and had few confidential meeting items within its governance operations however the leaking of information to those who were not supportive of the business could not be tolerated and had the potential to damage Riverside's reputation. The Board fully endorsed CMM's proposal 	AMO

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	<p>to send a communication to both staff and governance colleagues on confidentiality responsibilities. RP noted that he would share with SSh, a piece of work PWC had completed on online hygiene which he had received through another Board role.</p> <ul style="list-style-type: none"> • Building Safety - It was noted that GA had queried whether the definition of developer would include Housing Associations. CMM advised that in the next phase of the work, the National Housing Federation were working to ensure Housing Associations remained explicitly excluded. • The Board welcomed the new measures announced by the Government to protect leaseholders from building safety costs by ensuring remedial works were paid for by those responsible for defective buildings. • RH provided an update of tall building works at OHG, highlighting that of 170 buildings, 70 had been worked on with 100 remaining. The Board acknowledged the huge scale of the work to be done. RH noted that the announcement was good news however there were still a number of things to be worked through including how to obtain the £4bn from developers, the potential of redress from developers for 11-18m buildings and the possibility of reversing bills to leaseholders. • CC noted that the four key principles for remedial works appeared sound however there was less clarity on timescale of delivery which would inevitably impact on relationships with leaseholders. CMM noted that there seemed to be an appetite to move at pace. • In response to a query, RH confirmed that the new £4bn fund would not be sufficient to cover all works although it was in addition to the £9bn already committed. He advised that OHG were prioritising works on a risk basis and noted that any works relating to social housing tenants would be unlikely to receive Government help and would need to be absorbed by the provider. • IF extended her thanks to the Care & Support team for maintaining services in the Christmas period under challenging circumstances. It was noted that Church Housing Trust had provided support. 	<p>CMM</p>
06/22	<p>[REDACTED]</p> <ul style="list-style-type: none"> ■ [REDACTED] ■ [REDACTED] ■ [REDACTED] ■ [REDACTED] ■ [REDACTED] 	

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07/22	<p><u>Project Snake Update (Item 2.3)</u></p> <ul style="list-style-type: none"> • The Board received an update on the current status following the Malware attack. • It was noted that all systems were now fully recovered and full service to Customers was available from Monday 20th December. Backlogs were expected to be clear by the end of the week. It was noted that an increased demand for services alongside staff absence/vacancies had seen call waiting times significantly increasing. It was noted that a root cause analysis would be brought to March’s meeting. • The Board discussed the report and its impact on the business and its customers. It asked that the following actions be taken: <ul style="list-style-type: none"> ○ The Board report in March to provide a comprehensive analysis of the impact across the business and the resulting impact on customers of the attack and where the Business Continuity Plan did not effectively respond. The report should include exacerbating factors such as vacancies and sickness absence levels. The report to also include lessons learnt from Snake and Storm. ○ IG to determine how reporting should be managed between CEC and Board to avoid duplication. ○ Explore if further customer communications are required explaining in accessible terms the impact of the Malware attack on services. ○ Explore if there is value in seeking customer feedback at customer group meetings e.g. Riverside Customer Voice. • SS advised that the matter had been discussed in detail at CEC who would receive a further report in March as part of their ongoing monitoring of the issue. He noted that the work to recover had been exceptional but lessons of course would be learned. 	IG/PN
08/22	<p><u>2022/23 Budget and Business Plan–Revised Timetable (Item 2.4) CONF</u></p> <ul style="list-style-type: none"> • The Board received and discussed the report proposing a revised timetable for the development and approval of 2022/23 Budget and Business Plan. The Board was also asked to give its approval for the CEO to negotiate a staff pay award with the Union, capped at 3.1%. • CMM advised that the cap on the staff pay award was proposed based on market testing, and while the sector was concerned about inflationary impacts on staff, the majority were looking to make a similar award although those organisations in crisis might need to offer more. It was noted that Board approval was sought with a view to making an award in April before colleagues were impacted by National Insurance increases. It was noted that a higher award would have potentially detrimental impacts on the wider business and Care & Support in particular. It was agreed that with Commissioners failing to increase contract values, a higher staff pay award in Care & Support would in effect see Riverside subsidising Local Authorities. • RH noted that the Union at OHG had proposed a 10% pay award and an additional two day’s leave. • Following due and careful consideration, the Board: <ul style="list-style-type: none"> ○ NOTED the 2022/23 Budget and Business Plan revised timetable and approval dates. 	

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	<ul style="list-style-type: none"> ○ NOTED the requirement of an additional Board meeting (Via Teams) to discuss the Budget during the week commencing the 14 February 2022. ○ APPROVED the CEO discussing the pay rise for 2022/23 with the Union, with a cap on negotiations of 3.1% as described above. 	
09/22	<p><u>Final Tender for Adults Housing Related Support Services in Cambridge (Item 2.5) CONF</u></p> <ul style="list-style-type: none"> • The Board received the report recommending the approval of the submission of a final tender for Adults Housing Related Support Services in Cambridge and South Cambridgeshire. • It was noted that the submission had Executive Team approval and as the three year contract value was in excess of £5m, Board approval was also required. It was noted that although the tender had been submitted by the set deadline of 7 January 2022, this was not binding, and could be withdrawn should Board approval not be given. • IF gave assurance that the proposed contract supported scheme profitability and significant work had been carried out to achieve the right mix of services to deliver profitability and protect valuable Care & Support margins. • The Board noted the overview of the tendering process, including the final position reached. • It was further noted that Willow Walk from year 2 was not included in the tender and the Board noted the plan in place for this service. • The Board discussed how the allocation of overheads in Care & Support was treated and CAM explained that central costs were not allocated other than in the Financial Statements to avoid internal debate about ‘wooden dollars’. It was noted that there were greater priorities currently in Finance however the treatment of Care & Support overheads could be explored at some point in the future. • CC noted that there were variances between TRGL and OHG’s approach to contracts but these would align as part of the integration process. • Following due and careful consideration, the Board APPROVED the final tender submission for Adults Housing Related Support Services in Cambridge and South Cambridgeshire. 	
10/22	<p><u>Combined Group Risk Register (Item 3.1) CONF</u></p> <ul style="list-style-type: none"> • The Board received and reviewed the first iteration of the risk register for the combined Group. The Board was asked to consider if the risk themes and sub risks were material to the combined group. • It was noted that the pictorial approach taken as designed to engage people at all levels and encourage ongoing awareness and discussion of risk in everything that Riverside do. • It was noted that the risk themes had been approved by the Joint Action Committee, OHG and TRGL Board and the Register presented was an initial run at shaping the risk theme descriptions; the sub risks; mitigations and scores. 	

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	<ul style="list-style-type: none"> • It was further noted that OHG would retain its own risk register which will continue to be scrutinised by the OHG Board with the most significant OHG risks incorporated in the new combined risk register. • Following due and careful consideration, the Board asked for the following actions to be taken: <ul style="list-style-type: none"> ○ Energy inflation risk to be further built out. ○ R4-5 to be rephrased to include the risk of customers dismissing advice due to undermined confidence since Grenfell. ○ All residual scores to be reviewed in the context of the challenging external environment and internal issues such as the impact of the Malware attack and staff attrition. ○ R10-3 – inherent score to be reviewed as it currently seemed too low. ○ R5 – explore if the Board has sufficient visibility of this risk and how it can be enhanced through for example, increased site visits. • The Board concurred that, subject to the actions agreed, the Combined Risk Register was a good piece of work which appropriately captured the combined risk themes, sub risks and mitigations. It was noted that an updated Register would be presented in March 2022. • The Board APPROVED the Combined Risk Register subject to comments provided. 	EDs
11/22	<u>Minutes of Previous Meetings (Item 3.2)</u> <ul style="list-style-type: none"> • The minutes of the meeting held on 16 December were APPROVED as an accurate record. 	
12/22	<u>Matters Arising from Previous Meeting (Item 3.3)</u> <ul style="list-style-type: none"> • The update provided on Matters Arising from previous meetings were NOTED. PN advised that a Board Masterclass on Our Riverside Way was now scheduled for 2 March 2022. 	
13/22	<u>Written Resolutions and Chair's Action (Item 3.4)</u> <ul style="list-style-type: none"> • Decisions taken via Chair's delegated authority and Written Resolution since the Board last met were NOTED. 	
14/22	<u>Board Meeting Plan (Item 3.5)</u> <ul style="list-style-type: none"> • The Board Meeting Plan was NOTED. 	
15/22	<u>Committee and Subsidiary Board Update (Item 4.1)</u> <ul style="list-style-type: none"> • The Board NOTED the report. • CC reported that an additional meeting of OHGL Board had been held to discuss the Budget and an additional private placement, which it had since been decided not to pursue. 	

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	<ul style="list-style-type: none"> SS advised that the recent CEC meeting had a lighter agenda which had provided the opportunity for more detailed discussions. It was noted that the Committee had asked for a stronger alignment between service improvement plans and customer insight which would come back to the Committee in March. SS noted that a spotlight on tenancy sustainment had been well received and would be the topic of a future Board Masterclass. 	
16/22	<p><u>Annual Building Safety Report (Item 4.2)</u></p> <ul style="list-style-type: none"> The Board noted the annual update on Building Safety and key highlights from the year. IG explained that outside of gas servicing, Building Safety targets and timeframes were based on best practice without visibility of incoming legislation. He advised that he was content with the focus and delivery of the initial strategy which centred on structure and people. It was noted that work would commence with OHG colleagues for a new Building Safety Strategy to align with the new Corporate Plan to launch in 2023 and this would be developed with a high level of customer engagement. SS noted that the CEC had queried if complaints about Health, Safety and Environment were treated differently and a response was to be brought back to the next meeting. In response to a query, IG explained that the customer satisfaction on safety provided did not include OHG as it had been carried out in the summer of 2021. It was noted that it was difficult to obtain benchmarking in this area however it was known that staffed schemes scored higher. Defining what 'good' looked like would be an important part of the development of the new Strategy. IG noted that with respect to Apprentices, to a degree local knowledge was encouraged however the focus was on creating a clear path for progression to develop specialists with a strong customer focus. 	
17/22	<p><u>Annual Health, Safety and Environment (HSE) Update (Item 4.3)</u></p> <ul style="list-style-type: none"> The Board noted the annual update on HSE and highlights from the year. The Board acknowledged the good progress made in the year however noted the 13% increase in threats of violence and verbal abuse and asked for further details and whether additional protections are offered to more vulnerable staff members. IG responded that this had been the subject of substantial discussion and a decision had been taken to not introduce a zero tolerance approach as Riverside had customers with challenges and a balance was needed. He noted that further work was needed to identify if additional support was required for more vulnerable staff. JG added that there had been a strong drive to improve and increase reporting of incidents which may have contributed to the increase. He noted that the impact of COVID on individuals' wellbeing and access to services and support may also be a contributing factor. He advised that the focus to date had been on ensuring that all staff had the right safety equipment, were appropriately trained and had the right support in place including Police involvement where appropriate. The Board thanked Mark Lea for an excellent paper which had provided significant assurance. 	

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	<ul style="list-style-type: none"> The Board extended its congratulations to the team for achieving ISO 45001 certification. 	
18/22	<p><u>Operational performance report (Item 4.4)</u></p> <ul style="list-style-type: none"> The Board received the report on Customer Satisfaction reporting noting that due to the impact of the Malware attached, the wider November performance statistics were not available. It was noted that CEC had considered the Customer Satisfaction performance report in depth. PN reported that CEC had also considered the Improvement Plan and advised that the main themes remained repairs and maintenance, being listened to and ease of getting queries resolved. The Board noted that recovery plans were all based on significant customer insight and the move to a 28-day Service Level Agreement would be a major change. It was noted that challenges remained with the Customer Service Centre and work was ongoing to address these. The Board noted the decrease in customer satisfaction in Care & Support. JG advised that a deep dive would be conducted in February to identify drivers, with an expectation that the impact of COVID and staff vacancies would be key causes. The Board were assured that customer satisfaction remained a high priority for the Executive Team and the business, with rigorous scrutiny at CEC. It was noted that the impact of COVID and the Malware attack could not be under-estimated. 	
19/22	<p><u>Financial performance report (Item 4.5)</u></p> <ul style="list-style-type: none"> The Board noted the Financial Performance Report (FPR) Summary for December (Period Nine) for Riverside, compared to Quarter Two Forecast (Q2F). CAM agreed to present a high level view of the Q3 forecast at the February meeting. The Board queried if the six red Early Warning signs were of concern. CAM highlighted the mitigations set in the report and gave assurance that they were doing their job. The Board noted that Development costs would return to green by March as some processes were still recovering from the Malware attack and advised that Prospect Sales Loss was not material to the Group but a challenge for Prospect. The Board asked if abortive costs were increasing and was this a concern. CAM explained that there had been a significant write off related to a specific scheme however Riverside were rigorous in monitoring and reporting abortive costs which would be substantially lower than the previous year. The Board: <ul style="list-style-type: none"> NOTED the report. NOTED the six red Early Warning Signs in Section One and Appendix 2. NOTED the Risks and Opportunities in Appendix 5. 	CAM
20/22	<p><u>Any Other Business (Item 5)</u></p> <ul style="list-style-type: none"> No further business was raised. 	

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21/22	<p data-bbox="193 241 533 277"><u>Chair's Summary (Item 6)</u></p> <ul data-bbox="193 315 1374 383" style="list-style-type: none"> <li data-bbox="193 315 1374 383">• The Chair thanked everyone for their contribution and the work undertaken to maintain services over the Christmas period in challenging circumstances. 	
22/22	<p data-bbox="193 412 1374 479"><u>Date of Next Meeting – 17 March 2022 in Hull preceded by a Board dinner the evening of 16 March 2022 (Item 7)</u></p> <ul data-bbox="193 517 767 553" style="list-style-type: none"> <li data-bbox="193 517 767 553">• The date of the next meeting was noted. 	