

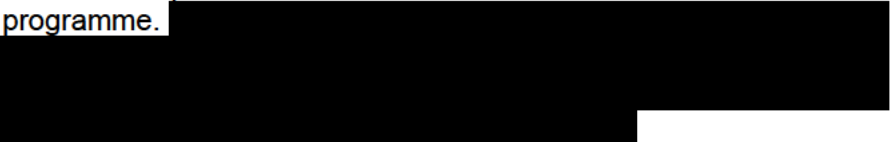


Meeting Minutes

Board/Committee:	The Riverside Group Ltd Board (the "Board")		
Date and time:	11am 14 July 2022		
Location:	Via Teams		
Present:	• Terrie Alafat	(TA)	Chair
	• Pauline Davis	(PD)	Vice Chair
	• Caroline Corby	(CC)	Vice Chair
	• Goi Ashmore	(GA)	Board Member
	• Nigel Holland	(NH)	Board Member
	• Ingrid Fife	(IF)	Board Member
	• Olwen Lintott	(OL)	Board Member
	• Erfana Mahmood	(EM)	Board Member
	• Sandy Murray	(SM)	Board Member
	• Rommel Pereira	(RP)	Board Member
	• Sam Scott	(SS)	Board Member
	• Carol Matthews	(CMM)	Co-opted Board Member
In attendance:	• Paula Simpson	(PS)	Tenant Observer
	• Tony Blows	(TB)	Chief Information Officer
	• Ian Gregg	(IG)	Executive Director Asset Services
	• Patrick New	(PN)	Executive Director Customer Service
	• John Glenton	(JG)	Executive Director Care and Support Services
	• Richard Hill	(RH)	CEO of One Housing Group
	• Cris McGuinness	(CAM)	Chief Financial Officer
	• Sara Shanab	(SSh)	Director of Governance and General Counsel
	• Maxine Cousens	(MC)	Director of People and Culture (for item 2.5)
	• Nick Harrison	(NH)	Governance Officer (Temp Secretary)

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	The Chair advised the Board that the meeting was being recorded in case of any IT issues re connection.	
100/22	<u>Welcome and Apologies for Absence (Item 1.1) VERBAL</u> <ul style="list-style-type: none"> • The Chair welcomed Nigel Holland, new Chair of GDC and Board member to his first Board meeting. • There were no apologies for absence. It was noted that Goi Ashmore would have to leave after an hour in order to attend an urgent meeting. 	
101/22	<u>Declarations of Interest (Item 1.2) VERBAL</u> <ul style="list-style-type: none"> • Agenda item 3.8 (Election and Re-election of Board Members) (minute 117) - The Governance Officer noted that the following members had an interest in this item and would not take part in the debate on this item:- Caroline Corby, Rommel Pereira, Sam Scott Pauline Davis and Nigel Holland. 	
102/22	<u>Chair's Matters (Item 1.3) VERBAL</u> <ul style="list-style-type: none"> • The Chair congratulated Sam Scott who had been recently appointed Chief Executive at Halton Housing Trust. • This was EDI month for learning zone training and there had been a very low take up so far. The Chair asked members to encourage colleagues to log on and complete their training. • The Board Masterclass schedule had been revised and added to the Convene document library in light of requests and feedback. The Chair asked Board members to check the dates and diarise as many as they could as the session provided valuable learning opportunities for Board members. • It was noted that the Learning Zone Access instructions had been uploaded to the document library on Convene. 	
103/22	<u>Customer Story (Item 1.4) PRESENTATION</u> <ul style="list-style-type: none"> • The Board NOTED the Customer Story presented on overcoming debt and domestic violence. • PN highlighted how a staff member had gone above and beyond to resolve a wide-ranging number of difficulties faced by a customer. These issues had come to light following a call as part of the Switchee smart thermostat trial. • The Board welcomed the informative and good news presentation. 	
104/22	<u>Chief Executive Officer's Report (Item 2.1) CONF.</u> <ul style="list-style-type: none"> • The Board NOTED the Chief Executive Officer's Report. • CMM reported that the government's legislative calendar was unclear now that the Prime Minister had resigned and there was now a leadership contest ongoing. • RH reported that it looked like a rent cap would be imposed for 2023/24. He commented on correspondence to government ministers 	

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	<p>setting out views and concerns. ED's had met on 1st July and discussed mitigation of the possible options/scenarios. CMM reported that based on previous rent caps imposed, the Regulator was likely to request revised business plans.</p> <ul style="list-style-type: none"> • The SHPS pension scheme issue mentioned in the report had now been resolved. <div data-bbox="344 479 1241 719" style="background-color: black; width: 100%; height: 100%;"></div> <ul style="list-style-type: none"> • CMM notified the Board that in September they would be asked to approve a Written Resolution relating to a new contract for Group-wide insurance. It had been hoped that this would be an area where savings could be made between OHG and TRGL. However, the insurance market is showing signs that prices were increasing significantly and therefore it is more likely that costs will increase. This view was supported by other Board members whose experience of the current insurance market is similar. <div data-bbox="344 987 1241 1200" style="background-color: black; width: 100%; height: 100%;"></div>	
105/22	<p><u>TRGL/OHG Integration Update (Item 2.2)</u> CONF.</p> <ul style="list-style-type: none"> • The Board NOTED the TRGL/OHG Integration Update on progress in taking forward the integration of OHG into the Group. The Board also NOTED that regular updates would continue to be provided to the TRGL Board, and the OHG Board, throughout the transition process. The report outlined progress made on the following work streams since the last Board meeting: - Strategic alignment, Customer, Governance and leadership, People and Culture, Finance and Treasury, Digital – Becoming One Organisation, Digital. <div data-bbox="344 1563 1241 1776" style="background-color: black; width: 100%; height: 100%;"></div> <ul style="list-style-type: none"> • The Board welcomed the planned submission of a report looking back on progress over the last six months to the September Board, and noted that to date, the programme was broadly on track. Following a request from PD, RH confirmed that the report would include information on how the customer pledges were being delivered. The report would also include information on projects and initiatives to address the cost-of-living crisis. 	

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106/22	<p><u>Review of Group Structure and Subsidiary Relationships (Item 2.3)</u></p> <ul style="list-style-type: none"> The Board NOTED a report that provided an analysis and assurance that Riverside's subsidiary entities were effectively fulfilling their purpose, delivering meaningful benefit to the Group and that risk was appropriately managed. The report also provided assurance that constitutional relationships and arrangements were formally documented and fit for purpose and that Riverside had powers to direct and, if necessary, intervene in the governance of its subsidiaries. Such a report would be presented annually to the Board. The report included a detailed analysis of parent-subsidiary relationships and identified a number of entities within the Group which could be/are being dissolved in order to streamline the Group structure. Some of these entities were the remnants of previous mergers and acquisitions, principally from the English Churches Housing Group (ECHG). The report also outlined work ongoing to rationalise the four dormant charities within the Group and a plan to merge the charities into a single entity to reduce the administrative burden and risk. The current position relating to property management companies and dormant companies was also highlighted in the report. The Board welcomed the report and asked that their thanks be passed on to the Governance and Legal Teams for their work on producing such a comprehensive and valuable piece of work. 	
107/22	<p><u>Asset Strategy Update (Item 2.4)</u></p> <ul style="list-style-type: none"> The Board NOTED a report on the progress made on the Asset Strategy and three-year plan, together with any areas that still needed to be developed. 70% of outputs had been completed or were on programme.  The Chair indicated that this was a very important item in terms of the focus on quality of homes and the impact on individual and sector reputation. Following a question from PD, IG indicated that, where the budget allowed, standards for stock were sometimes higher than those specified by the Regulator. The focus this year was on damp and mould. Conversations had commenced on options for unsustainable stock. The Chair suggested that the options could be considered in the forward-looking strategy for the September Board meeting. 	IG
108/22	<p><u>People Plan Update 2021/22 (Item 2.5)</u></p> <ul style="list-style-type: none"> The Board NOTED a report that set out what had been delivered within the People Plan for 21/22 and provided an update on key people metrics and areas of activity for next financial year. It also provided proposed Year 3 strategic people activity for 22/23, subject to final amendments following the Our Voice Survey feedback and outlined areas of activity for the next financial year. 	

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	<ul style="list-style-type: none"> • The Chair reported that she was pleased to see the improvement in the Hive results in the most recent survey in both Riverside and OHG which is particularly positive in light of the mid-merger timing. • The Board recognised the challenges faced in filling vacancies in the current jobs market and discussed attrition which had been noted as an area of concern as it had significantly increased over the last year. It was an area which the Board would keep under review. MC commented on actions being considered and undertaken to address the issue. Discussions were being held with managers on those trade areas which had particular recruitment problems in order to provide assistance and advice. Other observations from members related to structural attrition in areas such as C&S which would be difficult to satisfactorily address without government intervention. The decision to forward fill in areas such as CSC was well received at CEC as the vacancy run rate was a real barrier to improving the customer experience. • The Board welcomed the work being undertaken on Wellbeing which had been highlighted following a question from EM and also recognised the additional support being given during the current cost-of-living crisis. • OL asked whether it would be possible for the Board to view a recruitment pack which outlined the benefits of joining the organisation. MC reported that this information was on the website, however she would collate the information and send it to OL and any other member who wished to receive a copy. It would also be placed in the document library. • It was AGREED that future reports include a RAG rating system of a Red, Green, Amber. <p>(Goi Ashmore left the meeting)</p>	<p>MC</p> <p>MC</p>
109/22	<p>[REDACTED]</p> <p>[REDACTED]</p>	
110/22	<p><u>Combined Risk Register (Item 3.1) CONF.</u></p> <ul style="list-style-type: none"> • The Board REVIEWED and NOTED the Combined Risk Register. The Register had been reviewed by Executive Directors and was a standing item at each meeting of TRGL Board and Group Audit Committee. An updated Risk Register would be presented to Group Board as part of the suite of documents for the Board strategy meeting in September 2022. • It was reported that the following risk scores had been altered: Risk 1-7: Score reduced from 16 to 12 (3x4) due to Hive ‘bounce’; 	

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	<p>Risk 3-4: Baycroft score moved up to 16 (4x4) from 12 (3x4); Risk 6-6: Planning & Legislation score increased to 9 (3x3) from 6 (2x3); Risk 8-9: Rent modelling score increased to 15 (3x5) from 12 (3x4); Risk 9-7: New sub-risk on interplay between rents, inflation, increased costs, business plan capacity 15 (3x5).</p> <ul style="list-style-type: none"> • CMM drew members attention to the cover report which was an earlier version of the report and commented on a number of things that had not been included as follows:- <ul style="list-style-type: none"> • Risk 1-7 had been reduced partly due to the 'Hive bounce' but also because there had been a reduction in the amount of vacancies; Executive Directors had debated whether risk 1-6 would also be impacted by the 'Hive bounce' and whether it could be reduced from 10 to 8. The Board were asked whether they had a specific view on this – there was no opposition from Board members to the suggestion; • Risk 3-4 was about Baycroft and this had been increased to 16 based on high agency spend in Period 2; • A new risk 9-7 had been added about the interplay between rents, costs, inflation and the Business and Corporate Plans. CMM reminded members that the Business Plan was highly sensitive as to what happened to rents. Any rent cap or freeze would have an impact over future years and not just the year it was imposed in due to a compound interest effect. • It was acknowledged that at the September Board meeting some difficult choices may need to be made and although we would need a 3-year Corporate and Business Plan we may need to extend these to the end of the decade and give assurance that the organisation was able to tackle the challenges ahead. The next three years were particularly challenging from a financial point of view. • The Board welcomed the sophisticated approach being taken to risk and made the following comments:- <ul style="list-style-type: none"> • PD referred to risk 8 (Cash leakage) and whether the score should drop so much from 16 to 9 and whether it would be better to score it as 'Likelihood' 3 and 'Impact' 4, with a score of 12 and also whether risk 9 should factor in for a new Prime Minister. CMM referred to risk 9 and suggested that it would be updated based on government changes over the next few months. Regarding risk 8, it was necessary to give some time to see if the improvement plan would make an impact. These would be reflected upon for the September Board meeting. • Customer expectations were likely to increase because of the cost-of-living crisis. • Regulatory changes, new technology, energy security and the road to zero carbon would be factors to consider in the future. • The Chair reported that the September Board strategy session would be an ideal opportunity to take stock and look at the rent settlement impact and the subsequent tough choices that may need to be made. Reference was also made to the customer pledges made at the time of the merger and how these would be 	

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	managed. Extending the Corporate Plan period could be one option to consider in more detail at the September Board meeting.	
111/22	<u>Minutes of Previous Meeting (Item 3.2)</u> <ul style="list-style-type: none"> • The minutes of the meeting held on 12 May 2022 were APPROVED as an accurate record. 	
112/22	<u>Matters Arising from Previous Meeting (Item 3.)</u> <ul style="list-style-type: none"> • The updates provided on Matters Arising from previous meetings were NOTED. 	
113/22	<u>Chairs Action and Written Resolutions (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. 	
	NB: The Board took a 10-minute comfort break at this point in the meeting.	
114/22	<u>Ombudsman Complaint Code (Item 3.5)</u> <ul style="list-style-type: none"> • The Board REVIEWED a report on the revised Ombudsman Complaint Handling Code (the "Code") that required landlords to have: - a person or team assigned to take responsibility for complaint handling known as the Complaints Officer. - a governing body that was responsible for oversight of complaints. - a member of the governing body to have lead responsibility for complaints. • The report recommended that: - Kelly Nasr, Head of Customer Experience take up the role of Complaints Officer; CEC undertake the 'governing body' for complaints role within Riverside and Sam Scott, Chair of CEC and Board member take on the Complaints Lead. • PN confirmed that the Board would have oversight of Ombudsman complaints via the regular report from CEC which would highlight any issues and also from an annual performance report on complaints. • The responsibilities of the New Homes Ombudsman would be reviewed as they were likely to have a role regarding JV's and commercial subsidiaries. • The Board APPROVED recommendations outlined in the report and above regarding these roles. 	SS/CM M
115/22	<u>Annual Assessment of TRGL Governance Against the National Housing Federation's Code of Governance 2020 (Item 3.6)</u> <ul style="list-style-type: none"> • The Board REVIEWED and APPROVED the annual assessment of TRGL's governance required by the regulatory framework for social housing and NOTED that the Group governance arrangements remained satisfactory. The Board also NOTED that for the period under assessment (financial year 2021/22), TRGL had adopted and complied with the NHF's 2020 Code of Governance. 	

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	<ul style="list-style-type: none"> • The Board congratulated the team for their input on the work and welcomed the report and the assurance it gave. • OHG had completed a separate report which had been approved by their Board. • The Board was reminded that Riverside took a strategic approach to pay setting based on those factors highlighted by the Code of Governance, however, the report suggested that a documented Staff Remuneration Strategy would be an enhancement. It was proposed that this be developed as part of the TRGL/OHG integration process. • The Board noted one other exception: One Group Board member (Pauline Davis) had exceeded the 6-year maximum tenure rule. However, this did not represent a non-compliant position in that the Code allowed for extension where there was a clear business need and that had been articulated. 	
116/22	<p><u>TRGL Rules Review (Item 3.7)</u></p> <ul style="list-style-type: none"> • The Board considered a report that proposed amendments to the Rules of The Riverside Group Limited (TRGL) following a review supported by Devonshire's Solicitors (Devonshire's) and consideration by the Governance and Remuneration Committee. The key amendments proposed were: Moving to a closed, Board member only, shareholding policy with the exception of nominated shareholders of Registered Provider subsidiaries who did not hold a share via Group Board membership, which was common practice across the sector; Removing the requirement to hold an Annual General Meeting (AGM); Clarification of the Board's power to appoint its own members; A move to a simple majority for Written Resolutions; [REDACTED] The report indicated that the proposed changes did not compromise the control environment around Riverside's governance and followed the NHF's 2015 Model Rules. The changes were designed to increase governance efficiency, removing unnecessary requirements, and give greater clarity to the business around those Rules which informed governance arrangements and must be complied with. Subject to the Committee's views, a consultation process would commence with existing shareholders who would be impacted by the changes. • The Board APPROVED the amendments to the Rules of The Riverside Group Limited (TRGL), as outlined above, and detailed in the report, and AUTHORISED the calling of a Special General Meeting of the Shareholders to approve the adoption of the New Rules. These would then be effective at the point of registration with the Financial Conduct Authority. • Following a question from EM, SSh reported that the rule changes would not be detrimental to the ability of customers to have a say on the operations of the organisation. AGM's, due to the nature of their agenda items, were not traditionally places for Q and A's and debate with customers. It was suggested that there were a number of other opportunities for customer engagement across the business and examples given included surveys, stakeholder strategy days, customer engagement roadshows. Communications sent to 	

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	shareholders with the proposed changes outlined how customers and Committee members could still engage.	
117/22	<p><u>Election and Re-election of Board Members (Item 3.8)</u></p> <ul style="list-style-type: none"> The Board were reminded that, the Group Board was normally asked to consider candidates for election and re-election at September's TRGL Annual General Meeting (AGM). However, it had been proposed to amend TRGL's Rules to remove the requirement for Annual General Meetings and the requirement for Board members to be elected by shareholders. This included any Board members appointed since the last AGM into a casual vacancy and any Board member reaching the end of their term of office. The new Rules allowed for the Group Board to appoint its members for a fixed term of office to be determined by the Board which did not exceed three years. As a mitigation against the proposed Rule amendments not being approved by the Board and the retention of arrangements for the election of Board Members at AGMs, the Board: - APPROVED that: <ul style="list-style-type: none"> a) Caroline Corby, Rommel Pereira and Sam Scott be recommended for election by the Shareholders at the AGM on 28 September 2022 for a three-year term ending at the AGM in September 2025. b) Pauline Davis be recommended for re-election by the Shareholders at the AGM on 28 September 2022 for a two-year term ending at the AGM in September 2024. c) Nigel Holland be recommended for election by the Shareholders at the AGM on 28 September 2022 for a three-year term ending at the AGM in September 2025. <p>The Board also AGREED to revoke the above resolution, should the proposed Rules changes be adopted, and the elections be taken forward via Written Resolution if necessary.</p>	
118/22	<p><u>Modern Slavery & Human Trafficking Act Statement 2021/22 (Item 3.9)</u></p> <ul style="list-style-type: none"> The Board APPROVED a revised Modern Slavery Statement for 2021/22. The Group as a commercial organisation was mandated to publish an annual statement under Section 54 (Transparency in Supply Chains) of the Modern Slavery Act 2015, to set out the steps taken to prevent modern slavery within the TRGL business and supply chain. It was noted that the Executive Directors had reviewed and approved the 2021/22 statement. 	
119/22	<p><u>Committee and Subsidiary Board Update (Item 4.1)</u></p> <ul style="list-style-type: none"> The Board NOTED the update on the Committee and Subsidiary Board Activity for the period 3 May 2022 to date. The following updates were given at the meeting. 	

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	<p><u>OHG</u> At their meeting on 4 July a new resident Board member had been appointed; Challenges on the budget were discussed and the Annual Statement of Accounts were approved.</p> <p><u>Care and Support Committee</u> The Committee continued to visit relevant schemes; had increased customer focus; had noted the cost of replacing fire doors in schemes as a result of the Grenfell Tower Inquiry report; had noted the considerable work still to be undertaken to get back on track following the Covid pandemic which was still impacting the business.</p> <p><u>Riverside Scotland</u> The Board had agreed to pause new developments in East Ayrshire to focus on existing stock and customer satisfaction. The Scottish Regulator had issued an engagement plan to improve customer satisfaction.</p> <p><u>Customer Voice Executive</u> It was reported that there were some new members. There were recruitment challenges which were having an effect on customer service ambitions. Cash leakage had increased risk around Universal Credit migration. A strategy day was being planned.</p>	
120/22	<p><u>Operational Performance Report (Item 4.2)</u></p> <ul style="list-style-type: none"> • The Board NOTED the contents of the May 2022 Executive KPI dashboards. The KPI Dashboards had been updated to reflect May 2022 month-end and included three separate building safety compliance dashboards – one each for Riverside and One Housing and a combined dashboard. These had been developed as part of a broader project to align KPI reporting. The sickness absence KPI on the Colleague dashboard had been populated since the last update. • IG responded to specific questions of detail which had been posted on the report via Convene system. 	
121/22	<p><u>Annual C&S Summary 2021/22 (Item 4.3) CONF.</u></p> <ul style="list-style-type: none"> • The Board REVIEWED, discussed, and NOTED the Annual Care and Support (C&S) summary which aimed to provide an overview of the activities, challenges and achievements from the care and support business during the year ending March 2022. It also highlighted the progress made regarding performance, financial targets, and business growth, together with an update of current major projects. • The Board's attention was drawn to the following parts of the report by JG:- A desktop review comparing the operating margins of housing associations with C&S business streams; Performance against our tender hit rate key business objective at 85% exceeded the 50% target for 2021/22 and the previous year's performance at 72%; Operational KPI's – improvements had been seen based on the actions put in place to address areas of performance last year; the 	

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	<p>positive work being undertaken on putting customers at the heart of what we do.</p> <ul style="list-style-type: none"> The Board welcomed the report and the progress made and thanked the team and C&S Committee for their work on this. 	
122/22	<p><u>Financial Performance Update (Item 4.4) CONF.</u></p> <ul style="list-style-type: none"> The Board NOTED the Financial Performance Update for May (Period Two). The report contained a number of appendices relating to: - Riverside & OHG detailed I&E; Early warning signs; Development update; Abortive costs; Riverside Risks & Opportunities and OHG Risks & Opportunities. In particular, the Board NOTED the seven red and one amber Early Warning Signs outlined in Section One and Appendix 2 of the report and the Risks and Opportunities in Appendix 5. CAM highlighted the overall performance of the Group was behind budget at Period 2 with a total net risk of £8.21m and expressed some concern particularly for OHG who had identified a risk of £1.42m. Headroom was only £6.4m. Close attention to this would be paid in the Q1 forecast and the Executive were discussing what cost saving measures would look like. CC commented on the recent OHG Board strategy session which had considered the budget, the risks and steps that could be taken. The Executive were looking at mitigations and the Headroom and would report on their actions at the September Board strategy meeting. 	
123/22	<p><u>Annual Review of the Framework of Internal Control 2021/22 (Item 5.1) CONF.</u></p> <ul style="list-style-type: none"> The Board considered a report on the results of the Annual Review of the Framework of Internal Control. The report confirmed that the overall framework of internal control remained effective and gave reflections on the following key issues – Covid – which was still having an impact on staff, the data breach, the malware attack, and the merger with OHG. It had been considered by Executive Directors on 17 May. The Group Audit Committee had reviewed the report on 16 June and recommended to Group Board that the draft statement on internal control assurance should be accepted. The Board APPROVED the internal control assurance report included in the draft Group financial statements (presented elsewhere on the agenda). RP commended the report which he indicated was both open and transparent. 	
124/22	<p><u>Annual Assessment of Compliance Against RSH Regulatory Standards (Item 5.2)</u></p> <ul style="list-style-type: none"> The Board considered the TRGL's Compliance assurance Framework and APPROVED the Statement of Compliance against the Regulator 	

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	<p>of Social Housing’s Governance and Financial Viability Standard in the TRGL Financial Statements for 2021/22.</p> <ul style="list-style-type: none"> • During the assurance exercise no areas of concern or non-compliances had been identified with any provisions set out in the seven regulatory standards: Governance and Financial Viability Standard; Value for Money (VFM) Standard; Rent Standard; Home Standard; Tenancy Standard; Neighbourhood and Community Standard; Tenant Involvement and Empowerment Standard. • The Group Audit Committee had not raised any concerns relating to the compliance position of TRGL but had noted that the results of the Beyond Compliance workshops would further enhance compliance. • The Board noted that comments from the Beyond Compliance workshops had been fed in where they provided enhancements to the compliance position. More work would be done in 2022/23 to embed these workshops. 	
125/22	<p><u>Financial Statements for year ended 31 March 2022 and key issues for consideration with respect to TRGL</u></p> <p>(a) <u>St. Michael’s Housing Trust</u> (b) <u>Donald Bates Charity</u> (c) <u>Eleanor Godfrey Crittal Charity</u> (d) <u>Eventide Homes Trust</u> <u>(Item 5.3) CONF.</u></p> <ul style="list-style-type: none"> • CAM introduced the report and indicated that BDO was expected to issue an unmodified audit opinion, subject to concluding their audit work. It was confirmed that the Financial Statements had been recommended by the Group Audit Committee. <div data-bbox="392 1227 1241 1906" style="background-color: black; width: 100%; height: 100%;"></div> <ul style="list-style-type: none"> • The Board considered the key issues in its review and approval of the financial statements for the year ended 31 March 2022. This included the completion of review work in relation to contingent liabilities, tax computations, receipt of management 	

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	<p>representation letters, a post balance sheet events review and a final review of all financial statements. At its meeting on 16 June 2022 GAC had recommended Board approval of the financial statements, subject to the inclusion of the tax computations for the consolidated Group; finalisation of the contingent liabilities disclosure, and the completion of the narrative sections of the financial statements.</p> <ul style="list-style-type: none"> • The Board, following due and careful consideration, and on the recommendation of the Group Audit Committee, APPROVED that the going concern basis as the appropriate basis for the preparation of the Group's 2021/22 financial statements. • The Board with respect to: (i). The Riverside Group Limited (ii). The St Michael's Housing Trust (iii). Donald Bates Charity (iv). Eleanor Godfrey Crittall Charity (v). Eventide Homes Trust APPROVED the Financial Statements for the year ended 31 March 2022; DELEGATED the signing of the Financial Statements and any related documents to authorized signatories, via "DocuSign" or equivalent electronic signature method; NOTED the Auditor's report submitted by BDO LLP, Chartered Accountants, the statutory auditors of the Financial Statements for the year ended 31 March 2022; and DELEGATED the approval of any further non-material amendments to the Financial Statements to the CEO and CFO. If any changes materially altered the view of the state of the Group's affairs as presented here, further Board approval would be sought. 	
126/22	<p><u>Management Representation Letters for:</u></p> <ul style="list-style-type: none"> (a) <u>TRGL</u> (b) <u>St. Michael's Housing Trust</u> (c) <u>Donald Bates Charity</u> (d) <u>Eleanor Godfrey Crittall Charity</u> (e) <u>Eventide Homes Trust</u> <p>(Item 5.4)</p> <ul style="list-style-type: none"> • The Board APPROVED the draft management representation letters and the delegation of their signatures to the Chair and the Secretary. 	
127/22	<p><u>One Housing Group Limited Financial Statements and Management Representation Letter for Year Ending 31 March 2022 (Item 5.5) CONF.</u></p> <ul style="list-style-type: none"> • The Board REVIEWED and NOTED the One Housing Group Limited - Financial Statements and Management Representation Letter for the Year Ended 31 March 2022. • At its meeting on 4 July 2022, the OHG Board had approved the Annual Financial Statements for the year ended 31 March 2022 for recommendation to Group Board. It was NOTED that the date of signing would be confirmed shortly, and the OHG Governance Team would coordinate the signing process over the coming weeks. • It was NOTED that authority was delegated by the OHG Board to the Chief Financial Officer the authority to complete non-material adjustments prior to the signing of the Financial Statements and 	

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	Management Representation Letter on the understanding that any material changes would be circulated to the OHG Board for approval.																	
128/22	<p><u>Any Other Business (Item 6)</u></p> <p>[REDACTED]</p> <ul style="list-style-type: none"> ■ [REDACTED] ■ [REDACTED] ■ [REDACTED] <table border="1" data-bbox="300 920 1289 1238"> <tr> <td>[REDACTED]</td> <td>[REDACTED]</td> <td>[REDACTED]</td> <td>[REDACTED]</td> </tr> <tr> <td>[REDACTED]</td> <td>[REDACTED]</td> <td>[REDACTED]</td> <td>[REDACTED]</td> </tr> <tr> <td>[REDACTED]</td> <td>[REDACTED]</td> <td>[REDACTED]</td> <td>[REDACTED]</td> </tr> <tr> <td>[REDACTED]</td> <td>[REDACTED]</td> <td>[REDACTED]</td> <td>[REDACTED]</td> </tr> </table>	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	
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[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]															
[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]															
129/22	<p><u>Chair's Summary (Item 7)</u></p> <ul style="list-style-type: none"> • The Chair thanked report authors and members for contributing to the discussions on the reports. It was thought that there had been some discussions and suggestions during the meeting which would help inform the content of the Board strategy day in September. 																	
130/22	<p><u>Date of Next Meeting – Annual General Meeting 28 September 2022 followed by Dinner, Board Event Day 29 September 2022 (Item 8)</u></p> <ul style="list-style-type: none"> • The date of the next scheduled meeting was noted. • There being no further business the meeting was closed. 																	

Signed:

Terrie Alafat, TRGL Board (Chair)

Date