

TRGL BOARD MEETING

ITEM: 4.1

The Board is asked to **NOTE** the update on Committee and Subsidiary Board Activity for the period 16 September 2025 to date. Minutes of all meetings in the period can be found on Convene or are available upon request.

Riverside Scotland 16/09/2025 Attendance 82%, Length 0.5 hours, Mode: In person and via MS Teams

Alert: N/A

Advise:

Election of Chair

The Board unanimously agreed to appoint Mr J. Strang as Chair of Riverside Scotland.

Committee Memberships

The Board approved membership of the Association's Audit & Risk Committee with Mr P. Mason as Chair and Mr G. Darroch, Mrs M. Burgess and Mrs S. Petrie Committee Members.

The Board also agreed for Mr J. Strang to continue as Riverside Scotland's nominee to Group's Customer Experience Committee.

Audited Financial Statements Return

The Board noted the responses made to the observations and recommendations of the external auditor and thereafter approved the 2025 Annual Financial Statements Return for submission to the Scottish Housing Regulator.

Assure: N/A

Rent Compliance Task & Finish Group 20/10/2025 Attendance 75%, Length: 50 minutes, Mode: Teams

Alert:

DTP was commissioned in June 2024 to carry out a comprehensive review on rent compliance across Riverside and legacy OHG properties. The DTP Rent Review identified thirty-six recommendations.

The potential breaches identified by DTP were currently under review to confirm the breach and any overcharge for the six-year review period (2019 – 2025).

Items to note:

- The Board also signed the Board and Committee Members Code the Code of Conduct which was required on an annual basis by the Rules.

Items to note:

The Group **APPROVED** the Rent Compliance Task and Finish Group Terms of Reference.

Once an action was proposed to be marked as complete, DTP would review and confirm the status as appropriate.

Though the teams involved were confident that the plan would be delivered by the end of the financial year, the timeframe for improvements was tight.

Advise:

PD reported that the Regulator was satisfied with the Group's response to the issues identified, acknowledged the challenges associated with the merger, and would review the report and action plan in detail and once complete, respond back to Riverside.

IT challenges were identified as a potential risk which may delay the project.

Assure:

Seven out of thirty-six of the DTP recommendations were complete. six-year review period (2019 – 2025). It was planned that most actions would be completed by the end of November, and the improvements implemented by the end of the 2025/26 financial year in time for the rent setting process for 2026/27 and going forward.

Migration of the legacy OHG system CX to Riverside's Open Housing system would ensure a consistent approach across the Group.

Riverside Scotland 24/10/2025 Attendance 82%, Length 1 hour, Mode: In person

Alert: N/A

Advise:**North Ayrshire Council Common Housing Register – Allocations Policy Review**

The Board received an update on the policy review process for the Common Housing Register Allocations Policy and thereafter approved revised North Ayrshire Council Common Housing Register – Allocations Policy.

Assure:**Annual Assurance Statement**

Following review of the requirements of the Scottish Housing Regulator's Annual Assurance Statement Guidance and the outcomes of the self-assessment process detailed in the Regulatory Compliance Assessment Report and associated Improvement Plan, the Board approved the Annual the Annual Assurance Statement for submission to the Scottish Housing Regulator confirming that the Association was fully compliant with the Regulatory Framework.

Additional staff resources had been allocated as this was a priority for the Group.

Tenancy agreements and data on systems were being aligned to ensure accurate information was applied, including manual reviews on an individual tenancy basis.

The Team was looking at options on how to refund over charges. HM would discuss with the Head of Income potential implications for tenants who receive universal credit, housing benefit and those in arrears.

Items to note

Riverside Foundation 22/11/2025 Attendance 86%, Length 2 hours, Mode: Remote

Alert:

There are no matters to alert the Board to.

Advise

Trustees approved amendments to the year 3 outcomes and spend profile for the Well Fed Project, to deliver a solution which is sustainable beyond the 3-year funded programme.

Assure

Trustees approved the Riverside Foundation Annual Report.

Trustees received a presentation on the Results of the Cost of Living Survey and discussed ways the Foundation might be able to address the issues reported.

Trustees received an update on the Digital Inclusion Project and approved the proposals for 2025/26, including key targets and output delivery aspirations. In addition Trustees received an update on Digital Connections in the London region, and noted the decision to return unspent funds to the Foundation.

Trustees received the Creative Space end of project summary, noting this transferred from OHG and mostly benefited customers of the wider G15; and the Tutoring Young Residents Programme end of project summary.

Items to note:

- Trustees received a management and operational update providing a general overview of funded projects performance during Q2 2025/26.
- Trustees received a finance report to Q2 2025/26.
- Trustees reviewed their Conflict of Interest Policy, Risk Management Policy and Directors Duties.
- Trustees discussed the annual effectiveness review and set objectives for the coming year.

Riverside Care & Support Committee 6/11/2025 Attendance 67%, Length 2 hours, 45 minutes, Mode: Remote

Alert

There are no matters alert the Board to.

Assure

- The CSC reviewed the annual care report and were assured that appropriate arrangements are in place to ensure safe and high-quality care services. The board should note that there have been no CQC inspections for a few years, but we can anticipate reviews restarting in the next few months.
- The profitability of services remains under review with some further improvements. One London service, Camden Park House, is being decommissioned following a dialogue with commissioners as both no longer fit for purpose and loss making. The customers are currently being relocated.

Items to note

- Committee Members reflected on site visits to services in Derby, Buckinghamshire and Cumbria and heard the story of a homelessness service user in Liverpool's move into work and independence.
- The Committee received an update on Asset Strategy & Delivery noting the team's achievements and common themes found in scheme visits.
- The Committee received an update on the Customer Influence and Accountability Framework.
- The Committee received a finance update for the period ending 30 September 2025 [REDACTED]
- The Committee received an internal audit report noting there were no new audits in the period and there were no outstanding recommendations.

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- A full review of medication has been completed following several incidents linked to the new extra care scheme in Middleton. The committee were assured that appropriate arrangements are in place and that a prudent plan has been developed to achieve further improvement. Out of 295,960 administrations of medicines in a 14-month period, there were 137 incidents (0.05% error rate including customer absence).
 - The Committee agreed objectives following the 2025 Committee Effectiveness Review.
 - The Committee noted the updated Directors Duties and Training Plan.
 - The Committee agreed revised Terms of Reference.
 - The Committee received highlights from Group Board, GARC, CEC, Homes Committee and TRIP meetings, and the Baycroft Annual Report.

Advise

- The committee noted the level of contract uncertainty linked to several Government funded homelessness services [REDACTED]. There is also a risk that rather than funding coming direct from Government, it may now be passed through local authorities and will not be subject to ringfencing.
 - The transfer of the care services from Ambient Care to a new care provider was completed smoothly with oversight from the local authority. This leaves a residual rent debt of £800k, which without the vigilance of care and support staff alongside legal services would be in the region of £2m-£3m. There is an outstanding issue of the £3.4m dilapidations due to be paid by Ambient Care under the terms of the lease. The local authority has been advised that this liability passes to them and the new care provider rather than resting with Riverside. The local authority is working to resolve this, and this is being monitored closely.
 - A long running issue with latent defects on fire doors has been resolved at Hull PFI. This has resulted in an expected one-off spike in deductions for which TRG is responsible. The service from Pinnacle, the facilities management remains strong with low levels of deductions due to service failures being passed over to them.
 - The sale of the head lease on Baycroft Great Barrow site to our sub lessee CCC has gone through and they are now the head landlord. [REDACTED]
 - The committee considered whether it could adequately give oversight to the C&S risk 2, (Safety – Buildings and Customer) as it had no longer had a direct sightline to compliance data. Both CQC and Ofsted inspections (and most likely Supported Housing Regulatory Oversight Act) have compliance at the heart of their 'safe' judgements. It was agreed that the Chair and CC&SO would consider what information would need to be available so that it can be incorporated into Operational Performance reporting. Any matters of concern would be escalated to the Homes Committee.
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Riverside Rent Compliance Task & Finish Group 17/11/2025 Attendance 100%, Length: 1 hour, Mode: Teams

Alert:

Work continued to implement the DTP recommendations following the Rent Compliance Review. Timescales were tight however resources had been allocated to complete the necessary improvements.

Advise:

The Group noted the update on IT challenges, with meetings with MRI held to discuss systems improvement opportunities. A further meeting with MRI and representatives from the Digital and Technology Team was scheduled for 19 November to identify affordable rented properties to apply affordable rent, including GLA rent, and to find a suitable solution to the re-let rent module.

Digital and Technology resources were currently being identified to support the changes to ensure delivery by December 2025, so that improvements were in place for the next cycle of rent setting. Priority was being given to affordable rent solution as this had a direct impact on rent setting.

Assure

Tailored customer communications were planned for rent refunds, noting the three scenarios of credits, refunds for housing benefit payers and proactive contact with customers who may wish to leave credits on their accounts and engagement with Local Authorities for those in receipt of housing benefit.

A board masterclass took place on 13 November delivering overview training, and role based training was being developed.

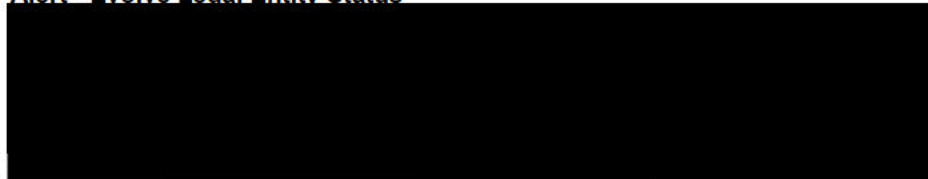
The appointment of a Head of Rents starting January 2026.

Items to note

- Key worker rents in London were being further investigated, noting that it had not been possible to evidence original rents they had been based on. Work was ongoing with the Development Team to source more substantial evidence.
- Work to document four care schemes within care and support services which were managed by another registered provider was ongoing.
- Recommendation 27, relating to Riverside commissioning a Royal Institute of Chartered Surveyors (RICS) surveyor to provide validation of the 1999 valuations used to calculate Social Rent had been completed. The Group was pleased to note that an independent RICS surveyor who had historically provided OHG 1999 valuations had reviewed and validated the social rent valuation methodology and confirmed that the valuations held by Riverside accurately reflected the 1999 Market Valuation figures. The Group recognised that this was a key milestone in mitigating potential risk in this area.
- PD confirmed there had been no further update from the Regulator following the Group's response to the issues identified.
- An audit plan had been developed with the Director of Internal Audit and Risk, which outlined an approach that included internal and external auditing over three years from April 2026. The plan had been reviewed by DTP and CAM.
- The Group requested that regular BAU second line checks were built into the compliance assurance framework.

Evolve 17/11/2025 Attendance 100%, Length 1 hour, Mode: Remote via Teams and in-person

Alert - Evolve Legal Entity Status



Items to note

QHSE presentation

- The Board was presented with a Quality, Health, Safety and Environmental (QHSE) report and it was confirmed that the Evolve health and safety strategy supported the strategic and operational management of the company to enable continual improvement of health and safety policy, and

Alert - Other items of business

- There were challenges with WIP damp and mould at [REDACTED] which equated to [REDACTED] repairs remaining open at the end of September. The figures included repairs where the team had been unable to gain access.
- Challenges to improve the rate of First Time Fix was discussed. There had been a slight increase of [REDACTED]

Assure

- All customers were contacted following completion of works. Satisfaction for September was 87.6%.

Advise

- People Safe usage for September was at 88%. Non-compliance was being reviewed.
- There was an increase in the volume of responsive repairs received compared to the previous three months by [REDACTED]. Overall, September repair volume had seen an increase of [REDACTED]. Seasonal gas works was the main reason attributed to the increase.
- Landlord Gas Safety Record [REDACTED] This equated to [REDACTED] for 3MR. All overdue LGSRs were in progress.

Major works to empty homes was particularly high in the North region. A Board member had visited five empty homes recently [REDACTED]

[REDACTED] Members agreed that a more proactive approach to identifying homes in need of works was important.

conducted activities in a proactive way that prevented injury or ill health to customers, colleagues and those who engage with the teams.

- Increased incident reporting rates indicated that staff were engaged with the process, with minor incidents showing significant increases due to more accurate reporting and encouraging colleagues to report issues. Staff were more willing to report incidents as a more proactive approach to investigating incidents was evident and follow up on actions embedded. The reporting process had improved, and a small number of serious incidents were evident. The highest number of reported incidents was Threatening and Challenging Behaviour.

Colleague engagement

- Members congratulated the team on the recent Engagement scores, with response rates up by 15% and satisfaction increased by 5% to 71%.

Evolve Finance Report

- Strong financial performance was reported across teams. Operating Profit [REDACTED] All Teams were ahead of their YTD margin targets.

Investment Development Committee 19/11/2025 Attendance 100%, Length: 2 hours 55 minutes, Mode: Teams

Alert:

- The development at [REDACTED] had a RAG status of red. Discussions were ongoing with [REDACTED] to conclude the issues identified and move forward with the site. If these can be resolved satisfactorily then increased sales might be achieved in the current year above the level of the current forecast.
- There was a potential additional charge of VAT on works at [REDACTED], which could increase overall costs. This has resulted from [REDACTED] charging VAT on road construction works that the team do not believe is chargeable. Advice was being taken and the team were seeking to address this with [REDACTED]

Items to note

- An update on [REDACTED] London would be provided at the additional IDC meeting scheduled for January 2026.
- As well as being the parent entity for the entire Group, TRGL was also the main borrowing entity (for external funding), with [REDACTED]
- [REDACTED] a self-imposed limit of [REDACTED] was a good indication that the Group was compliant with the Group Investment Policy. It was confirmed that there were no covenant loan breaches to report.

Advise:

Risks relating to Developments and Joint Ventures were detailed in the Quarterly Development Report. It was noted that handovers were adverse by [REDACTED] against the Business Plan however, it was expected that [REDACTED] units would be handed over in Q3 and by the end of the financial year it was likely that there would be an overall [REDACTED] handovers less than originally planned. There was a risk of further slippage where construction activity could be impacted by winter weather conditions – this risk was being reviewed by the teams on a site by site basis with relevant contractors to ensure that delays are mitigated.

Assure:

- It was approved that the [REDACTED] This was supported by the Local Authority and met the needs of the local community. IDC also approved the first phase of construction works to commence.
- Members congratulated the team on achieving planning the previous week for the Tiller Road development.
- Members noted an improvement with the Shared Ownership sales process following the move to bring conveyancing in-house with a better provision of service to customers also noted.
- Members thanked teams for a more proactive approach to remedy issues with developments/ schemes/ contractors.
- Members noted that Gateway 3 Approval had been granted at [REDACTED].

- Whilst the Group currently had good headroom, consideration still needed to be given to the timing of investments in the various LLPs delivering the regeneration projects to ensure that in future periods, this limit was not breached.
- Though financial performance at [REDACTED] had dipped, [REDACTED] return to the Group was a good investment and performed better than some other schemes. Infrastructure costs were higher than initially expected and had impacted on profit margins.
- Compendium Living had traded profitably throughout 2025 and was currently forecasted to deliver profits before tax of [REDACTED] by the current year-end. The business plan forecast was that Compendium Living would maintain profitability throughout the projected ten-year term of the plan.
- The Committee reviewed and noted the report that presented a six-monthly update on both the Joint Venture and Subsidiary entities in the Group structure.
- Members agreed their objectives for 2025/26.
- Liquidity through to the end of the financial year remained strong. The longer-term forecast showed headroom of [REDACTED] above the Treasury Policy minimum in February 2027. Weaker than desired operating cash flow was noted. Existing loan facilities were being reviewed to improve operating cash flow.

Group Treasury Committee 19/11/2025 Attendance 100%, Length 1hr 30 minutes, Mode: Remote

Alert

There are no matters to alert the Board to.

Advise

The Committee received the Q2 Quarterly Treasury Report, noting that the £250m Bond Issuance had completed alongside an associated ISDA agreement with NatWest. [REDACTED] All covenants were compliant.

Assure

The Committee discussed the strategic Risk Register, in particular Covenant Compliance, Property Security and Liquidity.

Items to note

- The Committee reviewed outcomes from the Committee Effectiveness exercise and agreed objectives for the coming year.
- The Committee received the updated Directors Duties.
- The Committee reviewed their Terms of Reference.
- The Committee received highlights from the October Group Board Meeting.

Homes Committee 24/11/2025 Attendance 100%, Length 1 hour 45 minutes, Mode: Teams

Alert:

The Committee received updates on Repairs Service Delivery, and in particular noted difficulties of Works in Progress in London. An increase in repairs requests had been seen following the implementation of Awaab's Law, as well as additional scrutiny on the sector. Additional staffing through contractors was being sought to deliver a programme of targeted changes which was expected to be in place from January.

Advise:

The Committee received an update on Electrical Safety Inspections. There were 407 Red risk category homes without a certificate. The dominant issue is of access, and the majority of cases are in a legal process to secure orders for access. The speed at which Courts grant access varies, volumes are reducing. The Committee noted that most local courts will grant access orders, however a District Judge in Bromley has ruled that such orders cannot be issued in his court.

Assure:

The Committee probed the finding in the Communal Asbestos internal audit that while adequate assurance was found, there were known gaps around training and contractor access of the asbestos register. The Committee were assured that while it could not be evidenced when contractors were accessing the register alternative controls were in place through the permit to work scheme and requesting surveys.

The Committee received an update on progress accelerating the Stock Condition Survey. 6,951 surveys had been completed at time of reporting against a target of 8,500 however this had accelerated significantly in October and an in-house team were being recruited to further enhance capacity.

Items to note:

- The Committee received a presentation on the Social Housing Decarbonisation Fund and the positive impact it had on a customer in Liverpool.
- The Committee received an update on a follow-up internal audit following the Severe Maladministration Determination at Fenollosa Court noting progress made, although some target dates had been delayed.
- The Committee received a Property Condition and Investment Report including the delivery of the 2025/26 capital investment programme.
- The Committee received the Building Safety quarterly report.
- The Committee received a report on latest internal audit outcomes covering Electrics, Carbon Monoxide and Domestic Fire Detection, Communal Asbestos and Managing Agents.
- The Committee received updates against the Build Safety, and Quality and Sustainability of Homes registers from the Groupwide Strategic Risk Register.
- The Committee received a Financial Performance Update for Period 6.
- The Committee reviewed the outcomes of the Committee Effectiveness exercise and agreed objectives for the coming year.
- The Committee received the update Directors Duties.

The Committee reviewed its Terms of Reference and agreed revised meeting dates to reflect a move to 4 core meetings plus a strategy event.

Riverside Scotland 20/11/2025 Attendance 91%, Length 1.5 hours, Mode: via MS Teams

Alert: N/A

Advise:

Financial Plan

The Board agreed the key assumptions to be used in the draft budget and 30 year financial plan, including the proposed rent increase for 2026/27.

Items to note

- The Board noted that the adverse operating surplus was due to the timing of heating system replacement costs and was expected to be line with budget by year end.

[REDACTED]

Rent Consultation

The Board agreed that consultation with customers on a proposed rent increase of [REDACTED] was to be carried out during December in order to inform the Board's decision-making regarding the rent increase at the January 2026 Board Meeting.

Board Appraisal Review

The Board noted the individual appraisal outcomes for 2024/25, the Board Skills Matrix and the results of the Group Board Appraisal Survey and agreed the proposed objectives for 2025/26, including the recruitment of a new Chair and Board Members early in the New Year.

Membership Register

The Board approved the removal of 5 members from the membership register in accordance with the Rules, following their failure to attend or submit apologies for 5 consecutive AGMs. The Board also noted plans to increase membership of the Association in the New Year.

Assure:

OSCR Return

The Board approved the Annual Return for submission to the Office of Scottish Charity Regulator.

- The Board noted the results of the analysis of customer intelligence from Riverside Scotland customers regarding the Customer Contact Centre and the 5 key improvement actions identified. Most actions had been added to the Association's Customer Satisfaction Improvement Plan and colleagues from the Customer Contact Centre were to attend the March Board Strategy Day to provide an update on the Contact Centre Strategy and actions to reduce call wait times.
- The Board noted the positive Q2 performance report, particularly the emergency repairs and compliance performance and the reduction in re-let days and rent loss through voids. [REDACTED]
- The Board noted the Group Approval and Control of Contractors Policy, Community Safety Policy, Damp and Mould Policy and Shareholding Policy and approved the Group Asbestos Management Policy, Mechanical Equipment (inc. Lifting Equipment) Policy and the Water Safety Policy.
- The Board approved the Riverside Scotland Factoring Policy and agreed the extension requests for the Electrical Safety Policy, Safety, Heating and Ventilation Schemes Policy and the Tree and Woodland Policy.
- The Board noted the progress on actions in the Group Equality, Diversity and Inclusion Strategy 2023/26, Riverside Scotland supplementary action plan.
- The Board were pleased to note the Association's success at the recent CIH Awards Dinner, winning 2 of the 4 awards nominated for in Housing-led approaches to ending homelessness and Excellence in leadership categories.
- [REDACTED]
- The Board noted that an outline timetable for the review of the Constitutional Partnership Agreement would be developed in discussion with Group's Governance Team.
- The Board noted the headline results of the Riverside Voice Survey and looked forward to receiving a further report and information on the action plan to be developed in the New Year.

Group Audit & Risk Committee 26/11/2025 Attendance: 100%, Length: 3 hours, Mode: Remote

Alert:

The Committee received the Quarterly Compliance Assurance Update, and noted the increasing trend of data protection breaches, including serious breaches. The Committee were assured that Data Protection Impact Assessments were a mandatory part of the Change Management Programme, and responses were proportional to risk. The Committee will keep this matter under scrutiny.

The Committee reviewed the Group Risk Register, noting that c. 400 homes without a current EICR certification. The policy had contracted from 6 years to 5 years in advance of a regulatory change due next year, leading to a greater number outside policy. A programme was in place to resolve outstanding certifications by April 2026.

Advise:

The Committee reviewed the Internal Audit plan, noting a number of audits had been deferred and would be scheduled once audits conducted between January and March had been planned. The Committee examined in detail audits conducted into Electrical Safety and Carbon Monoxide and Domestic Fire Detection and Managing Agents.

Assure:

The Committee received an update on the Rent Framework and progress of the Rent Improvement Plan. The Rent Plan on a Page is appended to this report. In addition, an update from the Rents Task & Finish Group was provided noting 15 recommendations had completed, including high risk actions.

Items to Note

- The Committee received the Sector Risk Profile.
- The Committee received a six-monthly update on Information Governance.
- The Committee received an review of the 2024/25 External Audit process and an update on the tender for external auditor from the 2026/27 Financial Year.
- The Committee reviewed the proposed approach to implementing the RSH standard Self-Assessment 2024/25 recommendations.
- The Committee noted the updated Directors Duties & Training Plan.
- The Committee reviewed its Terms of Reference.

Recommendations

- The Committee recommends approval of the Scheme of Delegated Authority.
- The Committee recommends approval of the Tangible Fixed Asset & Depreciation Policy, Intangible Asset & Amortisation Policy and the Finance Policy, including an earlier next review of the Finance Policy in November 2026.

Customer Experience Committee 27/11/2025 Attendance: 100%, Length: 5hr, Mode: In person

Alert

There were no items to alert the Board to.

Advise

The Committee discussed the impact of repairs upon customer satisfaction and that assurance on the strategy was in the purview of the Homes Committee. Some future reporting will be brought to the Committee to provide assurance in this area without duplicating the work of the Homes Committee.

Items to note

- The Committee received updates from TRIP, Riverside Scotland the G15 residents' group.
- The Committee received a presentation on the Social Housing Decarbonisation Fund and the positive impact made to Social Housing customers in Liverpool.

Assure

The Committee discussed the Rent Review and Service Charges. The Committee sought to take the customer point of view on overall charges, including personas set against other household costs to understand the overall impact on customers. The Committee queried the impact and response to over and under-charged rents arising from the independent rent review and emphasised the importance of communication with customers. The Committee noted that communications will be sent to customers providing context for rent increases in January, and formal notices will be sent with service charge information would be sent in February.

The Committee discussed the resourcing of the Contact Centre following the anticipated increase in demand as a result of, and changes that had been made arising from, Awaab's Law. The Committee were assured that the position was improving.

The Chair had attended a session hosted by the Housing Ombudsman Service (HOS) for Members Responsible for Complaints. The Committee received a report on current HOS complaint performance trends and lessons learnt. The backlog in complaints was being addressed by a taskforce who had reduced the number from 600 down to 200. The Committee reviewed the results of Internal Audit follow-up outcomes on Severe Maladministration determinations. Riverside had been highlighted by HOS as a large provider with a high rate of maladministration determinations but were assured by the process in place to identify and track cases likely outcomes.

The Committee received an update on the Tailored Services Project, designed to keep Riverside compliant with regulatory standards and improve outcomes for customers with diverse needs. The Committee were assured there is a systematic, phased approach to deliver a complex and wide-reaching project and recognised the strategic importance of adapting service delivery to respond to customer needs, and that this project will require not only system and process changes, but a significant shift in culture to properly embed the collection and use of information about customer needs across the organisation.

- The Committee received updates on the Customer Communications Plan 2023/26, Customer Experience Improvement Plan 2025/26.
- The Committee reviewed the Customer Trust entry of the Groupwide Strategic Risk Register.
- The Committee engaged in a wide-ranging review of its own purpose and future direction, toward assurance through insight.

Governance & People Committee 1/12/2025 Attendance 100%, Length 2 hours, Mode: Teams

Alert:

There were no items to Alert to the Board.

Advise:

Items to note:

- Update on Governance Team Plans and Projects, including the Evolve project, recruitment for key committee roles, whistleblowing update and ongoing efforts to improve meeting efficiency.

The Committee welcomed the insight provided from the Voice Results (including London) presentation following the voice survey conducted in September 2025. The Committee noted the record 72% response rate, revealing increased engagement across most demographics, including London-based colleagues. Performance and development, especially collaboration, and leadership accountability were identified as areas needing improvement, and focus was also being given to talent and succession planning. Follow up activity was underway, with results being cascaded and People Plans and People Strategy updates scheduled for early 2026.

The Committee reviewed its effectiveness over the past year, along with the outcomes of the recent appraisal survey, highlighting its agility and decision-making capacity despite being a small committee, and the significant change in its remit to consider people and culture matters. The Committee discussed the potential need for additional expertise in People and EDI matters and agreed a flexible approach, including spotlight sessions with EDI champions from the governance community, and noted the Board Masterclass planned for spring 2026. The Committee agreed its objectives for the next 12 months.

The Committee discussed the outcomes of the interim review of non-executive remuneration, to consider the impact of inflation, and agreed to keep current levels unchanged. The Committee noted the next review would be carried out in 2027 and requested future reports include the overall cost impact on the organisation.

Assure:

The Committee reviewed Terms of Reference (ToR) for all committees, which had been reviewed for consistency and clarity six months on from the Committee Restructure. Notable points included the detailed nature of IDC's ToR due to its financial approval powers, and the overlap between committees on rent recommendations. The Committee agreed to recommend the revised ToR for approval by Group Board.

The Committee noted Board and Committee Appraisal Outcomes for 2025 and the associated Action Plan, highlighting that the Customer Experience Committee would be carrying out a further review of its proposed objectives and ToR at its next meeting in January 2026.

The Committee received an update on the progress of the 2023-26 People Strategy for the first half of the final year (April to September 2025), highlighting achievements and areas requiring improvement. Overall progress was rated amber, with significant improvements in employee engagement but challenges in leadership and performance. The Committee noted the delivery against the strategy's promises, including significant progress with engagement metrics, with a 74% overall

- Update on the recruitment for GARC Chair and Group Board Member.
- Update on RSH Self-Assessment Recommendations, noting the alignment of work with the Transformation Team.
- Director Benchmarking Overview, noting that Director salary benchmarking was underway to ensure pay aligned with market standards and affordability.
- The renewal of Death in Service insurance with Canada Life, resulting in cost savings over three years.
- Retirement Allowance update, with exercises completed for individuals nearing allowance limits, ongoing monitoring and communication of the policy with Leadership Group.

engagement rate and targeted actions in London showing positive results. The Being Inclusive promise was rated red due to low leadership and performance metrics. Focus areas included leadership, accountability, collaboration, performance, and ethnic diversity, noting plans for a new five-year strategy.

Recommendations to Group Board

- **APPROVE** the changes to the Committee Terms of Reference.
 - **NOTE** the Board and Committee Appraisal Outcomes for 2025.
-