



PUBLIC MINUTES
of the Board meeting
on Tuesday 15 October 2024
PG49, 2 Marsham Street

10 Remote and virtual participation

10.1 Any member may validly participate in a meeting virtually through the medium of conference telephone, video conferencing or similar form of communication equipment, provided that all persons participating in the meeting are able to hear and speak to each other throughout such meeting, or relevant part thereof. A Board member so participating shall be deemed to be present in person at the meeting and shall accordingly be counted in a quorum and entitled to vote.

10.2 A meeting shall be deemed to take place where the largest group of those Board members participating is assembled or, if there is no group which is larger than any other group, where the chair of the meeting is.

Present

Bernadette Conroy (BC)	Chair
Kalpesh Brahmhatt (KB)	
Liz Butler (LB)	
Deborah Gregory (DG)	
Richard Hughes (RH)	
Fiona MacGregor (FM)	Chief Executive
Geoff Smyth (GS)	Via MSTeams

In attendance

Jim Bennett (JB)	Assistant Director, Policy, Strategy and Impact (item 7)
Harold Brown (HB)	Senior Assistant Director of Investigation & Enforcement) via MS Teams)
Christian Cosby (CC)	Head of Communications (item 10)
Kate Dodsworth (KD)	Chief of Regulatory Engagement
Karen Doran (KED)	Director of Regulatory Engagement (PRPs)
Angela Holden (AH)	Director of Regulatory Engagement (LARPs)
Angela Maher (AM)	Assistant Director, CEO Office (item 10)
Richard Peden (RBP)	Director of Finance and Corporate Services via MS Teams
Will Perry (WP)	Director, Strategy
Andy Singleton (AS)	Assistant Director, Regulatory Engagement (workshop)
Emma Tarran (ERT)	Senior Assistant Director, Head of Legal & Company Secretary
Jonathan Walters (JW)	Deputy Chief Executive

Minutes

Christine Kitchen	Board Secretary
-------------------	-----------------

1 Welcome and apologies

01/10/24 There were apologies from Jo Boaden and Sukhvinder Kaur-Stubbs.

2 **Declarations of Interest**

02/10/24 The Chair asked members to declare any new interests, or any interests relevant to the business of the meeting. There were no declarations.

3 **Minutes of meeting 17 September 2024**

03/10/24 The confidential and public minutes from 17 September 2024 were AGREED, subject to a minor amendment.

4 **Matters arising**

04/10/24 The updates against the actions were noted.

5 **Board forward planner**

05/10/24 Members NOTED the forward planner.

6 **Chair's update**

06/10/24 *NED recruitment:* BC advised that the re-appointments to the Board for GS, SK-S and KB have now been confirmed. Two new NEDs (one to fill the ARAC chair and the other with consumer and local authority expertise) have been confirmed and BC/FM have spoken with them. The department's public appointments team are progressing recruitments of further NEDs including a replacement for RH (advertised expected before Christmas). BC commented that she was pleased to see in the feedback from the board self-assessment, that there is strong feedback about appointing a member with senior level social housing experience/background. BC/FM have a meeting scheduled to do a lessons learned with the appointments team to ensure learning from this recruitment campaign is taken on-board.

07/10/24 *Board workshop:* BC confirmed that we will be joined by the CEOs of two PRPs to get their perspective on the sector and feedback on the introduction of our new regulatory regime and the impact this has had on their organisations.

08/10/24 *Board Effectiveness Review:* feedback will be discussed later on the agenda.

09/10/24 *Conferences:* members were reminded that the regulator's investor conference is scheduled for 14 November and should provide good intelligence on the funder market. The Social Housing conference is on 20 November 2024.

7 **Chief Executive Update – JB joined the meeting.**

FM provided the following updates:

10/10/24 *Building Safety & Fire Safety Remediation(FSR) survey:* FM advised members that we have set out our engagement with landlords.

11/10/24 The slide pack included an update on the results from the Q1 FSR survey of tall buildings which will help us to monitor the progress being made by the sector on addressing fire safety remediation.

- 13/10/24 *Case work:* Members noted the updates on casework and the (at this point confidential) C4 judgement which was due out the following day.
- 14/10/24 *Financial position of the sector:* KED advised members that the stability checks (SC) are progressing well. A few judgements will be published at the end of October and others during November and December.
- 15/10/24 JW raised the issues some London providers are facing.
- 16/10/24 *Digital update:* RBP thanked GS for his input into recent discussions about the transition of our IT services. RBP gave members an update on the current position following receipt of the consultant's report. It was acknowledged that there are nuances with some of our analytical tools, however we are confident these will not bring any complex problems. Board will be kept informed.
- 17/10/24 *Mergers:* in response to a query from SK-S (submitted prior to the meeting) about potential impact on tenants of mergers members were advised that we have no power to consent (or not) to mergers in the sector. We do expect due diligence to be carried out by the providers and for there to be clear integration plans to minimise disruption post-merger. We have a process for issuing an interim grading on the merged entity where appropriate. An inspection will normally follow in 12-18 months to seek assurance that the merged entity is meeting the outcomes of our standards, including the consumer standards.

8 ARAC report to the Board

- 19/10/24 LB gave members an overview of the ARAC meeting from the previous day. Shayne Coulson, MHCLG Policy Lead: Affordable Housing Reg & Investment had joined the ARAC meeting.
- 20/10/24 *NAO:* The NAO provided an update. The 2023-24 audit is scheduled to complete in January 2025, subject to LGPS actuarial information being received on time.
- 21/10/24 *GIAA audit reports:* three audit reports were discussed:
 - Expanded consumer regulation remit – rated substantial assurance.
 - Governance and Whistleblowing – rated substantial assurance. This audit had augmented to include whistleblowing as directed by MHCLG.
 - Registrations – rated moderate assurance. There were two recommendations.
- 22/10/24 *Strategic Risk Register:* there was a full review of the SRR and comments will be reflected in the drafting before it is presented to Board in November. LB encouraged board colleagues to give the register particular focus at the meeting and CK to ensure the item is allocated sufficient time on the agenda. **CK**

9 Nomination and Remuneration Committee update

- 23/10/24 DG gave members an overview of the matters that were discussed at the N&RC meeting the previous day.
- 24/10/24 *Pay:* both staff and executive pay were discussed.

25/10/23 *Recruitment and resourcing* – as at September 2024, 80% of vacancies have been filled. The focus of training and engagement with the new staff in RE has been highly successful with positive feedback.

26/10/24 *Organisational Development* – the OD plan is being updated with a focus on culture and alongside the people plan.

27/10/24 *People Strategy*: the people strategy has just been launched with staff, and is based on ensuring we can meet the fundamental and strategic objectives of the RSH. Work will be on-going and will be a standing agenda item on N&RC agendas and progress will be reported to board.

10 RSH communications and stakeholder strategy

28/10/24 AM and CC joined the meeting. The context and challenges were taken as read and AM gave an overview of the *objectives*.

29/10/24 *External communications and engagement approach*.

30/10/24 *Key Activities to deliver the strategy*: CC gave an overview of the range of external channels to meet our objectives.

31/01/24 *Evaluation and insights*: Members noted the information provided.

32/10/24 DG asked how we will ensure all tenants are aware of methods of engagement and AM advised that the vast majority of tenants will engage with us through various forms of media and although tenants do not have to engage directly with us, we will ensure they are aware of methods to do so should they wish. In response to a query from BC on how we balance different kinds of engagement, KD said that this is part of the work, but the TSMs and engagement via umbrella tenant bodies give us a structure in terms of engagement with tenants. KB asked how the comms strategy will keep aligned with our strategy going forward and with emerging/changing strategic risks. AM gave assurance that we will always ensure we are engaging with the right stakeholders, ensuring continuous improvement with regular periodic reviews and active risk management. JW added that select committees play an important role, and one important way to communicate with wider political stakeholders is to ensure national media continue to understand our role with consistent and regular updates. BC thanked AM and CC and said that the board acknowledged there will always be risk but confirmed the board supported the pro-active approach to communications and said we should not shy away from promoting what we do well.

11 Board Effectiveness survey

33/10/24 BC thanked board and executive members for completing the survey. She set out her thoughts from the results:

Strategic direction – agreement that this is a focus for Board members in their questions at meetings.

Themes around risk – board members agreed they are sighted on risks but it will be important to determine how these are linked through to our agendas, workshops and teach-ins.

Board skills – strong agreement in the responses that we need to have more social housing experience, including housing management experience, on the board.

Board papers – a message emerged that members are open to receiving more information in papers which flag areas of concern even if those are being managed.

- 34/10/24 RH reflected that we have a very specific legislative remit
- 35/10/24 LB said that the level of board engagement in relation to the introduction of consumer regulation had been good. Should the board now consider the balance between that and our economic regulatory remit? GS agreed and suggested that the board should focus some attention on our Economic Regulation (ER) and identify what challenges may need to be considered. It was noted that a workshop had been held on this subject the previous month, but GS had not been able to attend for that element of the agenda.
- 36/10/24 KB suggested that the board could usefully get more involved in setting long term strategy, and how we achieve our objectives. DG wanted to understand better what the executive are concerned about, as it would help board to have a better overview of risk and provide the board with assurance that executive are dealing with these issues. KB supported this and added that the board could input on how we bring together different strands of risk. LB said these should be discussions which supplement those already held in relation to the SRR, for which we will be considering organisational risk appetite and tolerance. ERT confirmed that we do use the SRR to identify risks around meeting our objectives. JW confirmed this discussion would be added to the agenda for the March 2025 away-day.
- 37/10/24 FM thanked members for the helpful discussion particularly on strategic direction and agreed that discussions will benefit from the board and the executive bringing a combination of organisational knowledge and board experience. We are seeking to ensure our consumer and economic regulation are fully integrated where they both apply to landlords as we need to keep our focus on the overall delivery of our objectives.
- 38/10/24 In respect of self-assessments for ARAC and N&RC, ERT suggested that both committees run their assessments in Q1 which will allow a year of operation of N&RC under its revised remit and DG as chair. Board assessment will then follow the same timescale as this one, and questions will be kept the same in order to get benchmarking data. This suggestion was met with support from the Board.

12 Any other business

- 39/10/24 Members were reminded that the forthcoming judgement publications are under embargo.

13 Review of papers and meeting

- 40/10/24 Members agreed that the papers were of a good standard.
- 41/10/24 The first part of the workshop discussion followed setting out the themes from the first six months of inspections. The second session was with two PRP CEOs.

Date of next meeting: 19 November 2024