



Wolverhampton Homes AGM

24 September 2025

Time 9.30 am **Public Meeting?** YES **Type of meeting** Wolverhampton Homes
Venue The Boardroom, Wednesfield Office, Alfred Squire Road, Wednesfield, WV11 1XU

Membership

Mark Ansell
Councillor Paul Appleby
Victor Browne
Darshan Chatha
Councillor Sally Green
Ranjit Kaur
Councillor Zareena Russell
Hannah Semple
Councillor Tersaim Singh
Matthew Tschubenko

Information

If you have any queries about this meeting, please contact:

Contact Business Assurance team
Tel/Email 01902 552956; WHSBusinessAssurance@wolverhamptonhomes.org.uk
Address The Boardroom, Wednesfield Office, Alfred Squire Road, Wednesfield, WV11 1XU

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Website <https://wolverhamptonintranet.moderngov.co.uk>

Agenda

Item No. *Title*

- 1 **Apologies**
- 2 **Declarations of interest**
- 3 **Welcome and introductions**
- 4 **CWC shareholder update [Verbal] - Jenny Lewington, Deputy Director of City Housing**
- 5 **Wolverhampton Homes - ALMO update [Verbal] - Shaun Aldis, Chief Executive**
- 6 **Minutes of previous AGM meeting - 11 September 2024 (Pages 3 - 8)**
- 7 **Matters arising**

FOR DECISION

- 8 **Governance Arrangements - Wolverhampton Homes - Nicky Devey, Head of Business Services (Pages 9 - 32)**

EXTERNAL AUDIT ITEMS

- 9 **Summary of audit risks - External Audit - James McLarnon, Grant Thornton (Pages 33 - 36)**

M I N U T E S



Meeting: Annual General Meeting (AGM)
Date: Wednesday 11 September 2024
Venue: Wednesfield Boardroom, Wednesfield Office, Alfred Squire Road, Wednesfield, Wolverhampton
Time: 09:30 am

MEMBERS IN ATTENDANCE: -

Councillor Rita Potter	-	Board member (Councillor) – Acting Board Chair
Councillor Paul Appleby	-	Board member (Councillor) – Teams
Councillor Sally Green	-	Board member (Councillor)
Councillor Zareena Russell	-	Board member (Councillor)
Christopher Lue	-	Board member (Tenant)
Darshan Chatha	-	Board member (Independent)
Hannah Semple	-	Board member (Independent)
Mark Ansell	-	Board member (Independent)
Mathew Tschubenko	-	Board member (Tenant)
Ranjit Kaur	-	Board member (Independent)
Victor Browne	-	Board member (Tenant)

STAFF IN ATTENDANCE: -

Shaun Aldis	-	Chief Executive
Julie Haydon	-	Director – Corporate Services
Angela Barnes	-	Director –Homes and Communities
Ian Gardner	-	Director – Property
Nicky Devey	-	Head of Business Services
Jackie Wilkinson	-	Executive Assistant
Sarah Butcher	-	Head of Talent, Communications and Engagement

STAFF IN ATTENDANCE – CITY OF WOLVERHAMPTON COUNCIL: -

Councillor Steve Evans	-	Portfolio Holder for Housing
Jenny Lewington	-	Deputy Director of City Housing
Lynda Eyton	-	Service Lead – Housing Regulation

EXTERNAL AUDIT IN ATTENDANCE – GRANT THORNTON: -

James McLarnon	-	Grant Thornton External Audit Partner
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1.0	Apologies	
1.1	<ul style="list-style-type: none"> - John Roseblade – Director of Resident Services, City of Wolverhampton Council - Andrew Bryant – Service Manager, Landlord Services, City of Wolverhampton Council - Sazini Malaba – Board Member – Tenant 	
2.0	Declaration of Interest	
2.1	<ul style="list-style-type: none"> - Christopher Lue – Tenant Board Member - Victor Browne – Tenant Board Member <p>Noted: No specific conflict of interest identified.</p>	
3.0	Welcome and introductions	
3.1	Board members were notified of the attendees and observers present.	
4.0	City of Wolverhampton Council - Shareholder update (Verbal) – Councillor Steve Evans, Housing Portfolio Holder	
4.1	Councillor Evans provided an overview of the working arrangements between the council and Wolverhampton Homes with an emphasis on the importance of partnership and transparency with tenants, addressing issues such as rent collection, damp and mould, procurement, temporary accommodation, and safety regulations.	
4.2	<p>Information shared by the portfolio holder regarding the continued positive joint working arrangements between Wolverhampton Homes (WH) and the City of Wolverhampton Council (CWC) with key points detailed as follows:</p> <ul style="list-style-type: none"> • The importance of partnership and transparency with tenants, emphasising the need for tenants to have influence and for the organisation to act on collected data regarding stock condition. • The impact of the Grenfell report, highlighting the need for safe, clean, and secure homes. • Successes in rent collection, with a 98.9% collection rate despite economic challenges. • Efforts to tackle damp, mould, and condensation issues. • Challenges related to procurement, temporary accommodation, and safety regulations. • The need for further work on procurement processes and temporary accommodation to ensure they are cost-effective and meet the right criteria. • The importance of understanding and implementing the safety regulator's recommendations from the Grenfell report. 	


	<ul style="list-style-type: none"> • The role of the board and the need for collaboration with the City Council to address housing challenges and deliver objectives set out in the Social Housing Act. • Thanks given to the support of the Board in delivering against the company and council priorities on behalf of customers. 	
5.0	City of Wolverhampton Council - Shareholder update (Verbal)- Jenny Lewington – Deputy Director City Housing and Environment	
5.1	<p>The City of Wolverhampton Council discusses its partnership with Wolverhampton Homes and the significant regulatory changes affecting social housing including key areas:</p> <ul style="list-style-type: none"> • Regulatory Changes: Recent regulations such as the Social Housing (Regulation) Act, Building Safety Act, and Fire Safety (England) Regulations have introduced new Tenant Satisfaction Measures, strengthened Consumer Standards, and the Housing Ombudsman's Complaint Handling Code amidst economic challenges and a housing crisis. • Strong Partnership: The relationship between the City of Wolverhampton Council and Wolverhampton Homes remains strong, with Wolverhampton Homes assisting in critical areas like Fire and Building Safety, ensuring tenant safety and compliance with legislation. • Restructuring and Oversight: The Council has restructured its Landlord Services and created a Shareholder Board to provide assurance and governance for compliance with the new regulatory regime, ensuring readiness for future inspections by the Regulator. • Financial Challenges and Opportunities: Despite financial challenges, the Council's "Our Future Council" programme aims to transform service delivery and reduce costs. Wolverhampton Homes plays a crucial role in this initiative, with a focus on tenant engagement and modernising services. 	
6.0	Wolverhampton Homes - ALMO update (Verbal) - Shaun Aldis, Chief Executive - Wolverhampton Homes	
6.1	<p>Further details were shared on the specific WH priorities over the coming 12 months:</p> <ul style="list-style-type: none"> • Customer demands: Emphasis on focusing on customer needs and meeting regulatory requirements. • Financial stability: Efforts to deliver cost-effective services while balancing regulatory requirements. • Digital engagement: Enhancing digital services for customers who can interact online, while also providing face-to-face and telephone services for those who need them. • Joint working with the City Council: Ensuring joined-up service provision from customer, staffing, and data-sharing perspectives. • Governance: Preparing to be inspection-ready and supporting the Shareholder in this process. 	

	<ul style="list-style-type: none"> Key priorities: Delivering safe and healthy homes, engaging with the community, ensuring compliance with health and safety and regulatory standards, advancing the digital agenda, addressing domestic abuse, and maintaining financial stability and integrity. 	
7.0	Minutes of previous AGM meeting - 21 September 2023	
7.1	Minutes of the previous AGM meeting had been agreed as a true record at the December 2023 Board. Board members were asked to note the approved minutes.	
Decision items		
8.0	Governance arrangements: Approval of governance arrangements, confirmation of board membership, election of board chair and vice-chair, and terms of reference for various committees.	
8.1	<p>The governance arrangements were presented by Nicky Devey, Head of Business Services. Key points discussed included:</p> <ul style="list-style-type: none"> Approval of the governance arrangements as detailed in the Board report. Election of board chair and vice-chair. No specific conflicts of interest were identified. The importance of being inspection-ready and supporting the Shareholder in this process. The need for clear communication and transparency between the board and the Shareholder to avoid any confusion or compromise of the board's independence. The role of the board in ensuring compliance with regulatory requirements and delivering objectives set out in the Social Housing Act. 	
8.1.1	<p>Action: Board members to confirm Board role confirmation separately - All</p> <p>Resolved - Board members and the Shareholder approved the:</p> <ol style="list-style-type: none"> Confirmation of Board Membership - detailed at Appendix 1. WH Proposed Board and Committee dates 2025 detailed at Appendix 3. Terms of Reference detailed at Appendices 4 to 6 for the: <ul style="list-style-type: none"> Wolverhampton Homes Board Audit and Business Assurance Committee Communities and Service Delivery Committee <p>Board members noted the: Company's ongoing Governance Arrangements including the launch of the company's complaints policy.</p>	

	<p>Not resolved – to be confirmed by anonymous ballot with outcomes shared with Board members. Shareholder to be notified and requested to ratify at the December 2024 Board meeting:</p> <p>1. Election of Board Chair and Vice-chair / Committee Chair(s) and Member Responsible for Complaints (MRC) noting the potential changes - detailed at Appendix 2 will be confirmed separately.</p>	
External Audit Item		
9.0	Draft Audit Findings Report 2023 - 2024 - James McLarnon, Grant Thornton External Audit Partner	
9.1	The audit findings report was presented highlighting observations related to the financial reporting process and auditor independence.	
9.2	<p>Key points discussed include:</p> <ul style="list-style-type: none"> Financial stability: The audit confirmed that the organisation is financially stable and has effective financial controls in place. Compliance: The audit found that the organisation is compliant with relevant financial regulations and standards. Risk management: The audit highlighted the importance of ongoing risk management and recommended improvements in certain areas to mitigate potential risk. Areas covered include fraud risk, laws and regulations, related parties, and accounting estimates. Internal controls: The audit identified some areas where internal controls could be strengthened to enhance overall efficiency and effectiveness. <p>Resolved: Board members noted the draft document and confirmation provided that the external audit findings report is still being finalised, with the updated report expected to be ready by 11 October 2024.</p>	
Decision item		
10.0	Annual Strategic Financial Arrangements – Julie Haydon, Company Secretary	
10.1	<p>The purpose of the annual financial arrangements report was shared in more detail with Board members with updates on key areas of financial planning including:</p> <ul style="list-style-type: none"> Rigorous review and auditing alongside joint working with the Finance lead at the City Council to ensure financial stability, integrity and transparency. Wolverhampton Homes has a wide range of key priorities to deliver against in the next 12 months, including compliance with 	

	<p>asset health and safety regulations, enhancing digital services, and financial planning.</p> <ul style="list-style-type: none"> • The draft Financial Statements for 2023-2024 will be presented to the Wolverhampton Homes Board for review to ensure due diligence. • The draft Letter of Representation is provided in connection with the audit of the financial statements of Wolverhampton Homes Ltd for the year ended 31 March 2024. <p>Resolved: Board Members approved the:</p> <p>1. WH Letter of Going Concern – September 2024</p> <p>and to note the:</p> <p>2. Draft WH Letter of Representation – 2023 - 2024</p> <p>3. Letter of Support from the City of Wolverhampton Council – September 2024</p> <p>The Shareholder ratified the following decisions and documents:</p> <p>4. WH Letter of Going Concern – September 2024</p> <p>5. WH Letter of Representation – 2023 - 2024</p>	
11.0	Any other business	
11.1	Further discussion on confirming the nature of the decision for there to be a Councillor as Chair of Wolverhampton Homes Board.	
11.1.1	Action: Feedback from the Linked Bodies Shareholder Board to be provided as the December 2024 WH Board meeting. A copy of the LBSB Terms of Reference to be shared with Board members.	
11.1.2	Action: Further details to be provided to Board in relation to the CWC Governance Framework.	
12.0	Date of next meeting	
	- Proposed for Wednesday 10 September 2025.	

Board Report

	Agenda Item 8
	24 September 2025 Governance Arrangements – Wolverhampton Homes
	AGM Report
Status:	For Decision
Author and job title:	Nicky Devey – Head of Business Services
Contact No:	07773 192830
Recommendations:	<p>Board members and the Shareholder are asked to approve the:</p> <ol style="list-style-type: none"> 1. Confirmation of Board Membership - detailed at Appendix 1. 2. Election of Board Chair and Vice-chair / Committee Chair(s) and Member Responsible for Complaints (MRC) - detailed at Appendix 2. 3. WH Board and Committee – proposed dates 2026 - 2027 detailed at Appendix 3. 4. Approval for the Terms of Reference detailed at Appendices 4 to 6 for the: <ul style="list-style-type: none"> • Wolverhampton Homes Board • Audit and Business Assurance Committee • Communities and Service Delivery Committee 5. Board member one to one dates detailed at Appendix 7 <p>Board members are asked to note the:</p> <ol style="list-style-type: none"> 1. Action required by individual Board members for compliance with Companies House verification requirements 2. Company's ongoing Governance Arrangements

Key risks and contentious issues:	<p>That the Board and Committees of Wolverhampton Homes are structured to ensure Board Members are able to discharge their leadership responsibilities; make strong and effective strategic decisions; and to hold Senior Management to account for the operational delivery of Wolverhampton Homes business.</p> <p>The Board must provide adequate assurance to its shareholder and wider stakeholder groups that it is effective in its operation and able to respond effectively to the anticipated future regulatory framework.</p> <p>It is important that the work of the Company is underpinned by effective governance arrangements and the appropriate framework including the Articles of Association.</p>
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Management Summary

1.0 Purpose

- 1.1 Wolverhampton Homes is required to have a strong governance structure in place to provide assurance to Board members that the company is delivering in line with the company's Articles of Association.
- 1.2 At each Annual General Meeting, the Board Chair and Vice Chair and Committee Chair(s) and Member Responsible for Complaints are nominated and confirmed for the following year.
- 1.3 This report seeks Board confirmation of the following:
 - Confirmation of Board Membership - detailed at Appendix 1.
 - Election of Board Chair and Vice-chair / Committee Chair(s) / Board member for complaints – noting the proposed changes detailed at Appendix 2.
 - WH Proposed Board and Committee – proposed dates 2025 - detailed at Appendix 3.
 - Approval for the Wolverhampton Homes Board, Audit and Business Assurance Committee and Communities and Service Delivery Committee Terms of Reference - detailed at Appendix 4 to 6.
 - Board member one to one dates as detailed at Appendix 7.
 - Companies House verification requirements detailed at Appendix 8.

- 1.4 Board are asked to note the Company's ongoing Governance arrangements. It is confirmed that there have been no items escalated to Board from either Audit and Business Assurance Committee or Communities and Service Delivery Committee over the last 12 months.

2.0 Background

- 2.1 Wolverhampton Homes has in place an annual Business Plan 2025 - 2026 detailing its key strategic objectives and service delivery priorities with the core objectives themed as follows:
- Enhanced community and customer focus
 - Providing safe and secure homes
 - Supporting people to sustain their tenancies and homes

3.0 Governance Framework

- 3.1 The Governance Structure comprises of Wolverhampton Homes Board, Audit and Business Assurance Committee, and Communities and Service Delivery Committee for which Board are required to undertake an annual review of the associated Terms of Reference. This supports the underpinning of delivery against the regulatory and statutory framework.
- 3.2 When required, additional confidential matters can be added to any of the above agendas to support effective and timely decision making if needed.
- 3.3 Board members are asked to note, for strengthened assurance to its shareholder, Wolverhampton Homes will continue to report to the City of Wolverhampton Council Linked Bodies Shareholder Board which is held on a quarterly basis. This provides greater links and consistency to the raised expectations in relation to embedding the new regulatory framework.

4.0 Company's House verification requirements

- 4.1 New verification rules require companies to ensure that all company directors and people with significant control (PSCs) have verified their identity with Companies House by autumn 2025. Individuals can verify their identity digitally or in person at a Post Office. Companies House will also introduce mandatory verification for those filing documents on behalf of companies by spring 2026.
- 4.2 Board members are requested to complete this by the end of November 2025. Further details on how to complete this are located at Appendix 8.

5.0 Financial and value for money implications

- 5.1 Board members are integral to the strategic financial decisions of the company for it to operate in an efficient and value for money way to ensure best use of the management

fee (Housing Revenue Account) in meeting the requirements of the Management Agreement.

- 5.2 It is intended that Wolverhampton Homes continue to use the external auditors used by the City of Wolverhampton Council.

6.0 Legal and regulatory implications

- 6.1 The governance framework underpins the Company's Articles of Association. Wolverhampton Homes Board is required to operate within Companies House requirements and the wider regulatory and legal framework to meet its legal obligations.
- 6.2 As an Arms Length Management Organisation, Wolverhampton Homes have a Member Responsible for Complaints in place to support adherence to the Housing Ombudsman Complaints Handling Code to oversee the complaints process. This role provides oversight to ensure the ALMO effectively addresses and resolves complaints from tenants and leaseholders, promoting a positive complaints culture.

7.0 Human resources implications

- 7.1 As part of individual and group learning, Board members are required to undertake regular training and development including completion of one to one sessions, eLearning modules and regular attendance at Board Strategy sessions which cover a number of areas including Finance, Strategy, Governance and Leadership.
- 7.2 Tenant board member recruitment is currently taking place due to a recent resignation in September 2025.

8.0 Health and safety implications

- 8.1 Board Members have significant responsibilities for health and safety for Wolverhampton Homes as an employer through the delivery of its operational services.

9.0 Equalities implications

- 9.1 Has an equality impact assessment been carried out? **Not applicable**
- 9.2 Explanation: Where specific activity is undertaken an EIA would be considered.

10.0 Impact on the environment and community

- 10.1 Board members will consider the impact on the environment and community to inform its strategic decision making.

11.0 Long term consequences for the company

- 11.1 The Articles of Association enable a planned and consistent approach to ensuring business decisions are presented and considered appropriately and in a timely manner

by the relevant Board or Committee. This supports the company in responding to the changing operating and regulatory environment.

- 11.2 Wolverhampton Homes to continue to support the council in the delivery of its strategic aims under the terms of the management agreement.
- 11.3 Should there be an in-year Board member resignation, recruitment will take place in line with the Articles of Association.

12.0 Impact on business relationships with suppliers, customers and others

- 12.1 In fulfilling its governance and business requirements, Wolverhampton Homes aims to engage with customers to understand their needs to ensure services are designed with that in mind.
- 12.2 Opportunities for the customer voice to be heard through a range of platforms including the customer involvement panel, Let's Talk sessions and surveys supports the company to understand the areas that impacts customer satisfaction.

13.0 Impact on Wolverhampton Homes' Management System

- 13.1 Will any new policy or policy updates have an impact on the management system? Yes – and to be actioned by 30 September 2025.

14.0 Appendices

- 14.1 Appendix 1: Confirmation of Board Membership
- 14.2 Appendix 2: Confirmation of Wolverhampton Homes Board roles
- 14.3 Appendix 3: WH Proposed Board and Committee dates 2026 - 2027
- 14.4 Appendix 4: Terms of Reference - Wolverhampton Homes Board
- 14.5 Appendix 5: Terms of Reference - Wolverhampton Homes Audit and Business Assurance Committee
- 14.6 Appendix 6: Terms of Reference - Wolverhampton Homes Communities and Service Delivery Committee
- 14.7 Appendix 7: Board member one to one dates
- 14.8 Appendix 8: Companies House verification requirements

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Appendix 1 - Confirmation of Board Membership

The Company's Articles of Association determine the arrangements for the rotation, retirement and selection of Board members. This also meets the expectation of the shareholder under the Management Agreement. All changes are reflected on Companies House.

Over the last 12 months - the following changes to Wolverhampton Homes Board membership have taken place:

Details of Membership as of 24 September 2025

The Shareholder is asked to confirm Membership of Wolverhampton Homes Board, as of today's Annual General Meeting shall be as follows:

Councillor Board Members

Name	Board member	Start date	Anticipated tenure end date
Councillor Paul Appleby	Councillor	13 June 2024	Not applicable
Councillor Sally Green	Councillor	13 June 2024	Not applicable
Councillor Tersaim Singh	Councillor	20 May 2025	Not applicable
Councillor Zareena Russell	Councillor	17 May 2017	Not applicable

Tenant Board Members

Name	Board member	Start date	Anticipated tenure end date
Matthew Tschubenko	Tenant	11 September 2024	11 September 2027
Theresa Phillips	Tenant	24 September 2025	24 September 2028
Victor Browne	Tenant	31 October 2019	31 October 2025 (6 years)
Vacancy	Tenant	Appointment date	3 years post appointment date

Independent Board Members

Name	Board member	Start date	Anticipated tenure end date
Darhan Chatha	Independent	07 February 2024	07 February 2027
Hannah Semple	Independent	22 September 2023	22 September 2026
Mark Ansell	Independent	11 September 2024	11 September 2027
Ranjit Kaur	Independent	11 September 2024	11 September 2027

To note: should there be an in-year Board member resignation, recruitment and selection would take place in line with the Articles of Association.

Board Tenure

As per the company's Standing Orders, Board Members shall be appointed for a fixed term of office of up to three years but may be reappointed up to a maximum term of six consecutive years. In exceptional circumstances a Board Member who has served six consecutive years or more may be reappointed for a further term of office of one year at a time up to an absolute maximum of nine consecutive years.

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Appendix 2 - Confirmation of Wolverhampton Homes Board roles

1. Wolverhampton Homes Board leavers 2025 - 2026:

- Councillor Rita Potter, Councillor Board member – resigned 15 May 2025.
- Sazini Malaba, Tenant Board member – resigned 22 May 2025.
- Christopher Lue, Tenant Board member – resigned 11 September 2025.

2. Wolverhampton Homes new Board members 2025 - 2026:

- Tersaim Singh, Councillor Board member – new appointment 20 May 2025.
- Theresa Phillips, Tenant Board member – new appointment 24 September 2025.

3. Board roles

Board members are asked to support the nomination on the election of the following based on the expressions of interest received.

- Board Chair
- Board Vice Chair
- Audit and Business Assurance Chair
- Communities and Service Delivery Chair
- Member Responsible for Complaints (MRC)

4. Expressions of interest received for Wolverhampton Homes Board roles

- Board Chair
 - Victor Browne (Acting Chair) – tenure until end October 2025 (seconded by Mathew Tschubenko and Councillor Sally Green)
 - Councillor Sally Green – Council member (self-nomination)
- Board Vice Chair
 - Victor Browne (Acting Chair) – tenure until end October 2025 (seconded by Mathew Tschubenko and Councillor Sally Green)
 - Councillor Sally Green – Council member (self-nomination)
- Audit and Business Assurance Committee Chair
 - Councillor Sally Green – (self-nomination)
 - Councillor Tersaim Singh – (self-nomination)
- Communities and Service Delivery Committee Chair
 - Hannah Semple – Independent (current Chair) – (seconded by Mathew Tschubenko) *willing to stand down if other nominations for the role
- Member Responsible for Complaints
 - Hannah Semple – Independent (current MRC) *willing to continue

The Shareholder is asked to ratify the decision and confirm Wolverhampton Homes Board roles based on Board member nominations.

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Appendix 3 – WH Proposed Board and Committee dates 2026 - 2027

Board meetings will take place in person with the option of attending via Teams if, due to unforeseen circumstances, individuals are unable to attend in person.

Committee meetings may take place as hybrid (in person attendance / Microsoft Teams) if necessary.

Board Meetings:

Meeting	Date	Time (hrs)
Board Meeting	Thursday 05 March 2026	09:30 – 13:00
Board Meeting	Wednesday 24 June 2026	09:30 – 13:00
Annual General Meeting and Board Meeting	Wednesday 16 September 2026	09:30 – 13:00
Board Meeting	Wednesday 09 December 2026	09:30 – 13:00

Board Strategy Away Day:

Meeting	Date	Time (hrs)
Board Strategy Away Day	Thursday 05 March 2026	13:00 – 16:30
Board Strategy Away Day	Wednesday 24 June 2026	13:00 – 16:30
Board Strategy Away Day	Wednesday 16 September 2026	13:00 – 16:30
Board Strategy Away Day	Wednesday 09 December 2026	13:00 – 16:30

Audit and Business Assurance Committee (ABA):

Meeting	Date	Time (hrs)
Internal Audit pre-meet	Thursday 26 February 2026	14:00 – 14:30
ABA Committee	Thursday 26 February 2026	14:30 – 17:00
Internal Audit pre-meet	Wednesday 29 April 2026	14:15 – 14:30
ABA Committee	Wednesday 29 April 2026	14:30 – 17:00
Internal Audit pre-meet	Wednesday 15 July 2026	14:00 – 14:30
ABA Committee	Wednesday 15 July 2026	14:30 – 17:00
Internal Audit pre-meet	Wednesday 11 November 2026	14:00 – 14:30
ABA Committee	Wednesday 11 November 2026	14:30 – 17:00

Communities and Service Delivery Committee (CSD):

Meeting	Date	Time (hrs)
CSD Committee	Wednesday 04 February 2026	14:30 – 17:00
CSD Committee	Wednesday 10 June 2026	14:30 – 17:00
CSD Committee	Wednesday 14 October 2026	14:30 – 17:00
CSD Committee	Wednesday 27 January 2027	14:30 – 17:00

Where possible, dates have been arranged taking into consideration the Council's municipal diary and may be subject to change.

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Appendix 4

Wolverhampton Homes Board Draft Terms of Reference	
Committee Structure	
Twelve members, with four members representing each area:	<ul style="list-style-type: none"> ○ Councillor ○ Independent ○ Tenant
Committee Leadership	
Chair	Appointed via Board nomination process at the Annual General Meeting (AGM).
Deputisation	Chair or Vice Chair of the Board or nominated member of the Committee.
Co-opt arrangements	Permitted as required as per the current Articles of Association.
Termination	The Board retain the power to terminate members of the committee in accordance with the current Articles of Association.
The Board Chair also assumes responsibility for:	<ul style="list-style-type: none"> ○ Annual review of the Board and Committee Terms of Reference ○ Membership on the Board for Independent and Tenant members. ○ Obtaining Board nominations of members.
Terms	
Frequency of meetings	Quarterly basis up to four times per year.
Attendance (Board member)	Attendance required at all meetings in accordance with the Articles of Association.
Quorum – three members	One member from each group (Councillor, Independent, Tenant)
Decision making	<p>Simple majority vote of Committee members or co-opted attendees. In the event of a deadlock, the Chair will have the casting vote.</p> <p>The Committee will receive input and presentation as necessary in order to be able to discharge its responsibilities.</p>
Responsibilities	
<p>The Wolverhampton Homes Board exists to deliver the company's objectives in line with the Management Agreement with its shareholder, the City of Wolverhampton Council. The board ensures that the company fulfils its contractual obligations, delivered high quality housing services, and supports strategic decision making within a robust governance framework, consistent with the Articles of Association and all relevant legislation and</p>	

regulation i.e. the contractual obligations as required by the shareholder, and to support strategic decision making within the governance framework in line with the Articles of Association. In particular, the Board provides strategic leadership, oversight and assurance across the areas of strategy, governance, finance, service delivery and organisational culture.

The Board are required to seek assurance from the Senior Management and Leadership Teams in the delivery of priorities to ensure:

- where delegated responsibility has been given to the Senior Leadership team, that the delivery of such is conducted and reported back to Board as required.
- a continued focus on strategic medium term financial planning, service redesign plans and efficiency programmes (including cost improvement planning).
- strategic decision making within the business objectives and Company's Articles of Association, relevant consumer standards and other regulatory codes and guidance in force.
- oversight and understanding of the company's health and safety arrangements including Board member responsibilities.
- monitoring of the company's risk management and assurance framework
- activity delivered against the company priorities incorporating compliance, policy approval, internal and external audit by way of ensuring:
 - o Wolverhampton Homes complies with regulatory and statutory including the Consumer Standards, and other new or emerging regulations.
 - o consideration of strategic workforce and Human Resources matters such as service redesigns, business planning and organisational capacity.
 - o approval of the Annual Internal Audit Programme.
 - o Monitoring and challenge of progress against compliance or improvement action plans arising from performance reviews, Health and Safety, Internal and External Audit or other external assessment.
 - o Effective oversight of the company's complaints handling, including the complaints policy and learning from complaints.
 - o independent specialist audit advice is obtained as required.

Board will undertake this by:

- establishing and agreeing the overarching risk management framework, strategic health and safety policy, internal and external audit requirements.
- ensuring the company meets its legal and statutory requirements under the management agreement and that it undertakes due diligence on behalf of its shareholder, the City of Wolverhampton Council.
- agreeing and monitoring delivery of the company's business plan ensuring alignment with the shareholder priorities and housing strategy.
- approving the cessation of commercial activity.
- ensuring service redesign supports the attainment of strategic and shareholder objectives.
- setting the risk appetite and ensuring appropriate controls are in place.
- providing procurement approval and authorisation for tender / notice to award.
- receiving and reviewing customer and tenant feedback, and committee recommendations to inform the decision-making process.
- Active contribution through the appropriate preparations, constructive challenge and participation in Board and committee meetings.

Meeting preparation:

- The agenda, meeting materials and previous minutes should be made available at least 5 working days in advance of each meeting.
- Board members are expected to have read all relevant board / committee papers in advance, and to attend meetings prepared to contribute effectively.

Performance

An annual report shall be presented to Board to demonstrate the committee's accountability, its effectiveness and to detail the prior year activity.

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Appendix 5

Audit and Business Assurance Committee Draft Terms of Reference	
Committee Structure	
Six Board members – two from each group	<ul style="list-style-type: none"> - Councillor - Independent - Tenant
Committee Leadership	
Chair	Appointed via Board nomination process at the Annual General Meeting (AGM).
Deputisation	Chair or Vice Chair of the Board or nominated member of the Committee.
Co-opt arrangements	Permitted as required.
Termination	The Board retain the power to terminate members of the committee in accordance with the Articles of Association.
Terms	
Frequency of meetings	Quarterly basis up to four times per year.
Attendance (Board member)	Attendance required at all meetings.
Quorum – 3 members	<ul style="list-style-type: none"> - 1 member from each group (Councillor, Independent, Tenant)
Decision making	<ul style="list-style-type: none"> - Simple majority vote of Committee members or co-opted attendees. In the event of a deadlock, the Chair will have the casting vote. <p>The Committee will receive input and presentation as necessary in order to be able to discharge its responsibilities.</p>
Responsibilities	
<p>The Audit and Business Assurance Committee is a key element of Wolverhampton Homes assurance and performance reporting arrangements that underpin good governance and financial standards. The Committee work to ensure the mission and values of Wolverhampton Homes are applied across all areas of business.</p> <p>It also oversees the work of Internal Audit, helping to ensure that efficient and effective assurance arrangements are in place. The key benefits of the Committee are:</p> <ul style="list-style-type: none"> - The committee provide strategic decision making within the business objectives and Company's Articles of Association, relevant consumer standards, regulation, and codes 	

as applicable at the time. This supports the development and delivery of strategy, policy and activity undertaken by Wolverhampton Homes.

- Monitoring of the company's risk management and assurance, set against the current Business Plan and / or delivery plans, incorporating compliance, policy approval, internal and external audit by way of ensuring:
 - there is a robust framework to achieve continuous improvement and excellent service delivery to customers.
 - escalation to Board meeting agendas, matters it defines relevant or where there are cross cutting implications.
 - review and approval of the Annual Internal Audit Programme.
 - scrutiny of risks and compliance through regular monitoring.
 - Wolverhampton Homes are effective in meeting regulatory and statutory requirements against the Consumer Standards.
 - progress against compliance or improvement action plans arising from performance reviews, Health and Safety, Internal and External Audit or other external assessment.
 - independent specialist Audit advice as required.

The agenda, meeting materials and previous minutes should be made available at least 5 working days in advance of each meeting. Committee members are expected to have read all documents prior to the meeting.

Committee Performance

An annual report shall be presented to Board on an annual basis to demonstrate the committee's accountability, its effectiveness and to detail the prior year activity.

Appendix 6

Communities and Service Delivery Committee Draft Terms of Reference	
Committee Structure	
Six Board members – one from each area	<ul style="list-style-type: none"> - Councillor - Independent - Tenant
Committee Leadership	
Chair	Appointed via Board nomination process at the Annual General Meeting (AGM).
Deputisation	Chair or Vice Chair of the Board or nominated member of the Committee.
Co-opt arrangements	Permitted as required.
Termination	The Board retain the power to terminate members of the committee in accordance with the Articles of Association.
Terms	
Frequency of meetings	Quarterly basis up to four times per year.
Attendance (Board member)	Attendance required at all meetings.
Quorum – 3 members	<ul style="list-style-type: none"> - 1 member from each area (Councillor, Independent, Tenant)
Decision making	<ul style="list-style-type: none"> - Simple majority vote of Committee members or co-opted attendees. In the event of a deadlock, the Chair will have the casting vote. <p>The Committee will receive input and presentation as necessary in order to be able to discharge its responsibilities.</p>
Responsibilities	
<p>The committee provide strategic decision making within the business objectives and Company's Articles of Association and relevant consumer standards, regulation and codes as applicable at the time, in support of the development and delivery of strategy, policy and activity undertaken by Wolverhampton Homes.</p> <p>This includes the monitoring of the company's performance against the current Business Plan and Performance framework – incorporating service performance, customer feedback and satisfaction, customer scrutiny and customer engagement by way of ensuring:</p> <ul style="list-style-type: none"> - there is a robust framework to achieve continuous improvement and excellent service delivery to customers. 	

- reviewing of performance data against key performance indicator targets.
- scrutiny of customer feedback and learning, to ensure learning is applied to service improvement.
 - the views of tenants are at the heart of the decision-making process to reflect the 'customer voice' is effectively heard.
 - Wolverhampton Homes are effective in meeting regulatory and statutory requirements.
 - escalation to Board meeting agendas, matters it defines relevant or where there are cross cutting implications.

The agenda, meeting materials and previous minutes should be made available at least 5 working days in advance of each meeting. Committee members are expected to have read all documents prior to the meeting.

Committee Performance

An annual activity report shall be presented to Board on an annual basis to demonstrate the committee's accountability and effectiveness.

Appendix 7 - Board member one to one dates

Board one to one dates are available as detailed below – with one-hour slots available to suit via Teams meeting.

Date	Time
Thursday 06 November 2025	14:00 - 17:00
Monday 10 November 2025	14:00 - 17:00
Wednesday 19 November 2025	09:00 - 17:00
Friday 21 November 2025	09:00 - 17:00
Friday 28 November 2025	14:00 - 17:00

*Please confirm your availability to the Business Assurance team.

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Appendix 8 – Companies House Verification requirements

How to verify your identity

- You can verify your identity for Companies House by:
- Using the 'Verify your identity for Companies House' service
- This service uses GOV.UK One Login to verify your identity.
- [Verify your identity for Companies House now](#)
- GOV.UK One Login will ask you a few simple questions to work out the best way for you to verify your identity online. The options available may depend on your device, whether you have photo ID, and the type of ID you have.

What happens next – Identity verification is a 2-step process:

- Verify your identity and receive your Companies House personal code. This code is unique to you and should be kept secure.

From 18 November 2025, link your verified identity to each company role you hold by providing your personal code and a verification statement for each role.

Where to find your personal code:

- If you verify your identity through GOV.UK One Login, you'll be able to view your personal code in the 'manage account' section of your Companies House account.
- If you verify your identity using an ACSP, you'll receive your personal code by email.
- You may want to share this code with people you trust to file on your behalf, or for your company.

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Wolverhampton Homes Limited
 Wednesfield Housing Office
 Alfred Squire Road
 Wednesfield
 Wolverhampton

Grant Thornton UK LLP
 17th Floor
 103 Colmore Row
 Birmingham
 B3 3AG
 United Kingdom
 T: +44 (0)121 212 4000

24 September 2025

Dear Members,

Summary of Key Audit Matters for Wolverhampton Homes Limited (“the company”) for the year ended 31 March 2025

International Standard on Auditing ISA (UK) 260 – “Communication with those charged with governance” as well as other ISAs prescribe matters which we are required to communicate with those charged with governance. These have been addressed in this letter and include:

- Confirmation of our independence and objectivity, and compliance with relevant ethical standards;
- Key financial reporting and significant findings identified during the audit;
- Significant deficiencies in the internal control system; and
- Audit adjustments raised which remain unadjusted in the financial statements.

This letter has been prepared as a summary which fulfils these requirements in advance of the board's approval of the financial statements.

Independence

We have considered the factors, which may reasonably be brought to bear on the firm's independence and the objectivity of the audit engagement lead and all audit staff, and ensured that appropriate safeguards are in place.

We confirm that in our professional opinion, the firm is independent under regulatory and professional rules and the objectivity of the audit engagement lead, Jim McLarnon, and the audit staff assigned to the company's audit is not impaired. Please see Appendix A for further details.

Auditor's report

We anticipate that our audit report will be unmodified.

Audit adjustments

Our work on the audit is substantially complete. At the date of this report, there are no audit adjustments identified that remain unadjusted within the financial statements. The following areas of the financial statements, and audit work, are ongoing:

- Related Parties - we are awaiting declarations of interests including close family members for senior management to conclude our procedures on related party transactions.
- Pensions - we are awaiting assurance from the pension fund auditor and conclusion of actuarial review by auditor's expert.

- Income Completeness - work is ongoing to gain assurance over the completeness of income in the year. We are working with management to conclude this.
- Going Concern - our work on going concern is substantially complete. We are awaiting letter of support from City of Wolverhampton Council to finalise these procedures. We have discussed this with management and expect this to be received once audit procedures are complete.
- Resolution of review notes on the file following quality control review by audit manager and engagement lead. We are working with management to conclude these areas.

Following the successful completion of our audit procedures, we will provide a final version of this report, anticipated for the December 2025 Board meeting.

Financial reporting and audit issues identified

At the risk assessment and planning stage of the audit, we communicated our significant risks as follows:

- Risk of fraud in revenue recognition with the exception of the management fee income, where this was rebutted
- Risk of Management Override of Controls
- Valuation of the pension fund net asset/liability

We have not had to alter or change our audit strategy as previously communicated to you in March 2025.

Our work on these areas is substantially complete. At the date of this report, we have not noted any issues which we would like to draw to your attention to regarding these risks.

Design effectiveness of internal controls

The matters being reported in this document are limited to those deficiencies that we have identified during the course of our audit and that we have concluded are of sufficient importance to merit being reported to you in accordance with ISA (UK) 265.

If we had performed more extensive procedures on internal control, we might have identified more deficiencies to be reported.

We would point out that the matters dealt with in this report came to our attention during the conduct of our normal audit procedures which are designed primarily for the purpose of expressing our opinion on the financial statements of the company.

As noted above, our work is substantially complete. At the date of this report, we have not identified any significant deficiencies in internal control.

Written representations

No representations specific to the company will be requested from directors, instead only standard representations required under ISA(UK) 580 are required.

Other communication requirements

We are required to confirm the following:

- We have not been made aware of any incidents of fraud in the period and no issues have been identified during the course of our audit procedures.
- We are not aware of any related party transactions which have not been disclosed.
- We are not aware of any significant incidences of non-compliance with applicable laws and regulations.

Yours faithfully

Jim McLarnon

Director
For Grant Thornton UK LLP

Appendix A

Purpose of letter

This Audit Findings document has been prepared for the benefit of discussion between Grant Thornton and the Board of Directors.

The purpose of this letter is to highlight the key matters affecting the results of the company and the preparation of the company financial statements for the year ended 31 March 2025.

This document is also used to report to those charged with governance to meet the mandatory requirements of International Standard on Auditing (UK) 260 and the Ethical Standard (2019) issued by the UK Financial Reporting Council.

This letter is strictly confidential and although it has been made available to management to facilitate discussions, it may not be taken as altering our responsibilities to the company arising under our audit engagement letter.

The contents of this letter should not be disclosed to third parties without our prior written consent.

Auditor independence

Consideration of threats and safeguards

We have complied with the Financial Reporting Council's Ethical Standard and we as a firm, and each covered person, confirm that we are independent and are able to express an objective opinion on the financial statements. There are no changes to our assessment of independence previously communicated to you in our Audit planning document dated March 2025.

As part of our assessment of our independence we note the following matters:

Matter	Conclusions
Relationships with Grant Thornton	We are not aware of any relationships between Grant Thornton and the company that may reasonably be thought to bear on our integrity, independence and objectivity.
Relationships and Investments held by individuals	We have not identified any potential issues in respect of personal relationships with the company or investments in the company held by individuals.
Employment of Grant Thornton staff	We are not aware of any former Grant Thornton partners or staff being employed, or holding discussions in respect of employment, by the company as a director or in a senior management role covering financial, accounting or control related areas.
Business relationships	We have not identified any business relationships between Grant Thornton and the company.
Contingent fees in relation to non-audit services	No contingent fee arrangements are in place for non-audit services provided.
Gifts and hospitality	We have not identified any gifts or hospitality provided to, or received from, a member of the company's board, senior management or staff that would exceed the threshold set in the Ethical Standard.

We have complied with the Financial Reporting Council's Ethical Standard and we as a firm, and each covered person, confirm that we are independent and are able to express an objective opinion on the financial statements. We consider that an objective, reasonable and informed third party (ORITP) would perceive this view to be reasonable.

Audit and non-audit services

The table below sets out the agreed fees for audit for the year.

Audit fees:	£
Wolverhampton Homes Limited	42,800
Total audit fees	42,800

The above fees are exclusive of VAT and out of pocket expenses.

The fees agree to the financial statements.

None of the above services were provided on a contingent fee basis.

For the purposes of our audit, we have made enquiries of all Grant Thornton teams within the Grant Thornton International Limited network member firms providing services to the company. No non-audit services were provided in the year.