



Wolverhampton Homes

Open Board Meeting

27 September 2019

Time 10.30 am **Public Meeting?** YES **Type of meeting** Wolverhampton Homes
Venue WV Active Aldersley, Aldersley Road, Wolverhampton, WV6 9NW

Membership

Parveen Brigue
Angela Davies
Kevin Fearon
Steve Finegan
Satvinder Goraya
Matthew Green
Peter Knight
Joy McLaren
Linda Middleton
Councillor Lynne Moran
Councillor Rita Potter
Councillor Zee Russell
Councillor Paul Singh

Information

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

Contact Maya Dhanda
Tel/Email 01902 552956 maya.dhanda@wolverhamptonhomes.org.uk
Address Wolverhampton Homes, 29 Market Street,
Wolverhampton WV1 3AG

Copies of other agendas and reports are available from:

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

Item No. *Title*

- 1 **Apologies**
- 2 **Declarations of interest**
- 3 **Minutes of previous Open Board Meeting - 5 July 2019 (Pages 3 - 8)**
- 4 **Matters arising**

FOR DECISION

- 5 **Governance Structure Changes - Nicky Devey, Head of Business Services
(Pages 9 - 20)**

M INUTES



Meeting: OPEN BOARD MEETING

Date: FRIDAY 5 JULY 2019

Venue: WV ACTIVE, ALDERSLEY ROAD, WOLVERHAMPTON, WV6 9NW

Time: 9:30 AM

MEMBERS IN ATTENDANCE: -

Steve Finegan - Vice Chair (Chaired meeting in Angela Davies absence)
Councillor Lynne Moran
Councillor Zareena Russell
Joy McLaren
Kevin Fearon
Linda Middleton
Mark Ward
Matthew Green
Peter Knight

STAFF IN ATTENDANCE:-

Shaun Aldis - Chief Executive
Jan Lycett - Director of Business Support
Angela Barnes - Assistant Director – Housing Options
Darren Baggs - Assistant Director – Housing
Kevin Manning - Assistant Director – Property
Nicky Devey - Head of Business Services
Catherine Stewardson - Business Assurance Manager
Jessica Whitehouse - Business Assurance Officer (Minutes)
Emma Rolinson - HR Manager: Modern Slavery Statement Report and
Employment Monitoring profiles
Eamonn McGirr - Head of Business Improvement: ICT Development
Programme
Tim Munro - WH Health and Safety Advisor (Interim Lead): Health,
Safety and Wellbeing Report – Six Monthly update
Neil Preece - External Audit, Grant Thornton UK LLP: External
Audit Findings Report (Draft)

OBSERVERS IN ATTENDANCE:-

Graham Childs - Representative of WFTA

1.0	Apologies Apologies were received from Angela Davies - Chair of WH Board, Bill Devitt - External Audit, Grant Thornton UK LLP, Councillor Paul Singh, Councillor Rita Potter, and Tina Wood – WH Head of People Services.	
2.0	Declarations of Interest Tenant related issues – Mark Ward, Linda Middleton and Joy McLaren. Noted with interest, allowed to remain and join in the debate.	
3.0	External Audit Findings Report (Draft) – Neil Preece, External Audit, Grant Thornton UK LLP Neil Preece presented this item. Board members were directed to the specific pages of the External Audit Findings Report as follows: Page 5 - highlights the key items to be resolved between now and September 2019. Page 10 – Risks: this identifies two significant risks as defined by International Standards on Auditing (ISA) as risks that, in the judgment of the auditor, require special audit consideration. In identifying risks, audit teams consider the nature of the risk, the potential magnitude of misstatement, and its likelihood. The two significant risks are those that have a higher risk of material misstatement detailed as Improper revenue recognition and Management override of controls. Page 11 - Pensions; the McCloud ruling report came through yesterday, where the Court of Appeal has ruled that there was age discrimination in the pension scheme where there were transitional protections given to scheme members. The Government applied to the Supreme Court for permission to appeal, but this has been rejected. The legal ruling around age discrimination (McCloud - Court of Appeal) also has implications on the wider pension membership. Board were asked to note that this ruling does not arise from anything that the Company has done, or not done and, as far as Grant Thornton UK LLP are aware, this could affect other local government pension schemes and they will work with WH to ensure the estimated figures are correct.	

	<p>WH re-evaluate the pension scheme every 3 years, with the next one due this financial year. It was confirmed that following the McCloud ruling, there will be a discussion between WH and CWC regarding pension liability as per the management agreement.</p> <p>Board were advised that they are able to raise any other queries over the next few weeks prior to the final set of audited accounts being presented at the Annual General Meeting in September 2019.</p> <p>Resolved: Board Members noted the content of the report</p> <p>Neil Preece left the meeting.</p>	
4.0	<p>Minutes of previous meeting – 24 May 2019</p> <p>Minutes of the previous meeting were agreed as a true record.</p>	
5.0	<p>Matters arising</p> <p>Page 8 – Simon Bamfield is in contact with Councillor Paul Singh regarding Leaseholder details on costings.</p>	
For Decision		
6.0	<p>Board and Committee – Proposed Structure Changes – Nicky Devey, Head of Business Services</p> <p>Nicky Devey presented this item.</p> <p>As previously discussed at the last Board Strategy event, there was a need to consider an alternative structure that would support future governance and strategic decision making arrangements.</p> <p>The proposed Governance Structure is formed of:</p> <ul style="list-style-type: none"> • Board • Business Assurance Committee • Communities and Service Delivery Committee <p>It was anticipated that the above would enable the Board to keep its focus on the delivery of the business plan; outcomes of the transformation programme and the overarching medium term financial strategy. It would be well positioned to retain the strategic focus on the corporate business assurance framework as well as the required future focus on meeting the consumer standards, both of which could be supported through future committee structures.</p> <p>Board were updated on the Prime Minister attendance at the June 2019 Chartered Institute of Housing Conference where it was announced that the White Paper will be published in the Autumn. It</p>	

	<p>was clear there would be focus from Government on the importance of the customer voice being heard and the strengthening of the powers for the Ombudsman and the social housing regulator.</p> <p>Assurance was given to Board that a piece on Consumer Standards gap analysis work is being undertaken across the company to identify areas where increased regulations could apply. This will put WH in a good position to be able to start to enhance and strengthen these areas in advance of the changes and to review how these will be reported and monitored.</p> <p>Board Members commented that the link between Tenant Scrutiny and WH is essential to ensure there is a platform for these to be reported directly into the Board. WH will be reviewing the Tenant Scrutiny arrangements in the near future with the Tenant Participation Advisory Service (TPAS) leading this to support the development of this function. This will include how customer feedback and complaints are reported to the Board.</p> <p>Board sought assurance that the terms of reference for the new arrangements would support clear lines of accountability, decision making and responsibility. It was confirmed that a more detailed report would be made to the next Board.</p> <p>Resolved: Board Members noted the content of the report and confirmed their in principle decision to the revised governance structures</p>	
7.0	<p>Modern Slavery Statement Report – Tina Wood, Head of People Services</p> <p>Emma Rolinson presented this item in the absence of the author, Tina Wood, Head of People Services.</p> <p>Board were advised that subject to approval, this statement will be published on the WH website in accordance with Home Office guidelines.</p> <p>Board requested the statement is reviewed in line with CWC's statement before publishing, subject to this check Board are in agreement for the statement to be published on the WH website.</p> <p>Page 19 of the Modern Slavery Statement Report – Board requested the responsibilities for day to day delivery and compliance of the organisation are reflected within this document.</p> <p>Action: Statement to be reviewed in line with CWC statement</p>	TW

	<p>Action: Page 19 of the Modern Slavery Statement Report to include detail of the responsibilities for day to day delivery and compliance of the organisation</p> <p>Resolved: Board Members approved the Modern Slavery Statement for Wolverhampton Homes subject to the above actions being completed</p>	TW
For Information		
8.0	<p>Health, Safety and Wellbeing Report – Six Monthly update – Tim Munro, Interim Health and Safety Lead, CWC</p> <p>Tim Munro presented this item.</p> <p>Board raised the following points:</p> <ol style="list-style-type: none"> 1. Board raised that here have been several incidents detailed where the origin of the fire is detailed as due to electrical issues. Board would like assurance that the electrics in tenants' properties are consistent with Decent Homes (DH). <p>Board were advised when Decent Homes was completed, the internal integrity of properties was focused upon with 98% of properties being rewired. As part of compliance targets, WH reduced electrical testing from every 10 years, to every 5 years.</p> <p>Action: Confirmation to be circulated to Board that the electrics in tenants' properties are consistent with Decent Homes Standards</p> <ol style="list-style-type: none"> 2. There is a concern that 100,000 faulty electrical tumble driers were purchased nationally. There is a real possibility that no one knows where they are, hence, they cannot be recalled and whether there is anything we should do to alert tenants to this. <p>Action: National tumble dryer recall campaign to be promoted to tenants</p> <p>Action: Tim Munro to ensure that future board reports add further detail as to the cause of electrical fires</p> <p>Resolved: Board Members noted the content of the report</p>	<p>KM</p> <p>FC</p> <p>TM</p>
9.0	<p>Employment Monitoring profiles – Emma Rolinson, HR Operations Manager</p> <p>Emma Rolinson presented this item.</p>	

	<p>Board asked what WH saw as the top three most important elements from the statistics and in response, the following statistics were provided:</p> <ul style="list-style-type: none"> • Females and BAME staff in senior positions • Underrepresentation of females in craft and trade roles • An aging workforce / succession planning <p>Board were advised there is an active focus around organisational development in offering a much more diverse training package.</p> <p>Board Members commented that benchmarking against other organisations when putting targets together could be useful.</p> <p>Board were informed that WH are aiming to carry out a full staff survey by the end of the financial year - following on from the implementation of the People Deal. The decision to undertake the People Deal was influenced following the last Times 100 survey and additionally, further changes have been implemented on how WH recruit based on this feedback.</p> <p>Resolved: Board Members noted the content of the report</p>	
10.0	<p>ICT Development Programme – Eamonn McGirr, Head of Business Improvement</p> <p>Eamonn McGirr presented this item.</p> <p>An overview of the ICT development programme was provided including discussion on the replacement of kiosks due by the end of the year.</p> <p>Board mentioned that the ICT challenges are significant in regard to reputational risks to WH, particularly with the delivery of online repairs appointment scheduling, in providing a consistent approach across all customer contact access channels.</p> <p>Assurance was provided that all customer contact channels will have a consistent approach.</p> <p>Action: Northgate update to be presented at the next Board Strategy Day in September.</p> <p>Resolved: Board Members noted the report including:</p> <ul style="list-style-type: none"> • The ICT Development Programme • The current situation for the replacement of payment kiosks 	EM

Board Report

	Agenda Item 5
	27 September 2019 Governance Structure Changes
	Open Report
Status:	For Decision
Author and job title:	Nicky Devey, Head of Business Services
Contact No:	07773 192830
Recommendations:	Board members are asked to: <ol style="list-style-type: none"> 1. Agree to adopt the new Governance Structures: <ul style="list-style-type: none"> • Board • Business Assurance Committee • Communities and Service Delivery Committee 2. Agree the associated Terms of Reference
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 and wider requirements detailed in the Governments Green Paper – A New Deal for Social Housing 2018.</p>

Management Summary

1.0 Purpose

- 1.1 This report supports the next steps following the decision made by Board in May 2019 to implement changes to the Governance structure to provide a strengthened governance framework for the company.
- 1.2 The report details the Board and Committee Structure and associated Terms of Reference required to underpin the delivery of both the current and future legal and statutory framework that Board Members and Wolverhampton Homes works within.
- 1.3 It is intended for the new governance structures to be implemented from January 2020.

2.0 Background

- 2.1 Wolverhampton Homes has in place a 4 year Business Plan 2019 – 2023 detailing its key strategic objectives and service delivery priorities. The plan took account the primary issues identified within the recent social housing green paper and those likely to feature through the extension of the regulatory framework for social housing through the forthcoming white paper.
- 2.2 The business plan core objectives were themed around:
 - Enhanced community and customer focus
 - Providing safe and secure homes
 - Supporting people to sustain their tenancies and homes
- 2.3 The proposed governance arrangements will support the delivery of the above. It is anticipated that the Communities and Service Delivery Committee will provide a decision making focus that incorporates tenant scrutiny and ensures that the customer voice is heard. The expected future regulatory framework and compliance with the consumer standards will link into the Business Assurance Committee.
- 2.4 Additional consultation on the structure changes and Terms of Reference has been undertaken across the business and with the Chair and Vice Chair of the Board.

3.0 New Governance Framework

- 3.1 The new Governance Structure comprises of Board, Business Assurance Committee and Communities and Service Delivery Committee.

The programme of Board and Committee meetings will take place on a monthly basis throughout the year (each to meet 4 times per year). The annual plan of Board and Committee meetings alongside a schedule of Board and Committee Reports will be presented to the December 2019 Board and where available, these dates will be released in advance to support planning and attendance arrangements.

3.2 Membership of each Committee is 6 Board Members – 2 from each member group and where practicable aligned to areas of particular interest or expertise. It is intended that representation will be discussed in greater detail with individual Board Members through a series of appraisal and development meetings that are to be scheduled across the Autumn and held with the Chair and Director of Business Support. Membership details will then be brought to the December Board for ratification.

3.3 The overview of activities, responsibilities and content of the Board and Committees are detailed below and in the associated Terms of Reference (Appendix 1, 2 & 3):

- Board will:
 - Have a continued focus on the strategic direction of the company incorporating medium term financial planning; transformation plans; strategic human resources issues such as restructures and remuneration issues; revised business plans or business cases for change
 - Establish and agree the overarching Business Assurance framework; strategic Health and Safety policy; internal and external audit requirements
 - Continue to agree annual delivery plans and associated operational service plans
 - Continue to be ultimately responsible for compliance with all relevant legislation as an employer; provider of services and in line with its responsibilities to report to CWC, Companies House and to all relevant regulatory agencies

- Communities and Service Delivery Committee will:
 - Cover service performance, customer feedback and satisfaction, tenant scrutiny, community development and cohesion
 - Oversee the delivery of the Community Development Strategy and the implementation of the forthcoming tenant and leaseholder deals; consider customer feedback and ensure it supports operational service design and the delivery of service improvements such as the Estate Custodian approach
 - Would also consider operational service performance information and support the #GoodtoGreat journey and enhanced customer satisfaction

- Business Assurance Committee will:
 - Include internal and external Audit, compliance and the regulatory framework (built environment / business environment), transformational change and value for money
 - Focus on the scrutiny of our approach to risk management and business continuity planning; oversee progress against compliance or improvement action plans arising from performance reviews, health and safety, internal audit or other external assessment outcomes
 - Retain a focus on preparing for regulatory changes and compliance against the current consumer standards

3.4 When required, additional confidential matters can be added to any of the above agendas to support the effective and timely decision making needed across a range of operational work streams.

4.0 Financial and value for money implications

4.1 There are no proposals within this report that have immediate financial implications.

5.0 Legal implications

5.1 The new governance framework underpins the Articles of Association ensuring that the Board of Wolverhampton Homes operates within the companies Governance requirements and meets its legal obligations.

6.0 Human resources implications

6.1 There are no immediate implications within this report and the proposed new framework will be supported by the current staffing arrangements.

6.2 Senior Leadership Team will take greater ownership in the drafting and presenting of reports to Committees to support the development of skills and capabilities across this key management tier.

7.0 Health and safety implications

7.1 There are no immediate Health and Safety implications as a result of this report. However, Board Members have significant responsibilities for Health and Safety both as an employer and through the operational delivery of services. This new framework supports the effective discharge of those responsibilities.

8.0 Long term consequences for the company

8.1 This will 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.

8.2 The new approach will support the changing operating environment enabling WH to continue to support the City of Wolverhampton Council in the delivery of its strategic aims under the management agreement.

8.3 The company is required to respond to any changes in the regulatory framework and this will strengthen the involvement of customer feedback into how services are delivered and provide additional ways in which services can be effectively scrutinised.

9.0 Impact on business relationships with suppliers, customers and others

9.1 This will ensure Wolverhampton Homes is continuing to comply with the management agreement with the City of Wolverhampton Council in fulfilling its governance and business requirements in supporting an improved approach to the delivery of key business decisions.

10.0 Appendices

- 10.1 Appendix 1: Wolverhampton Homes Board Terms of Reference
- 10.2 Appendix 2: Wolverhampton Homes Communities and Service Delivery Committee Terms of Reference
- 10.3 Appendix 3: Wolverhampton Homes Business Assurance Committee Terms of Reference

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Wolverhampton Homes Board Terms of Reference	
Board Structure	
Members: The Board of Wolverhampton Homes consists of 12 members:	<ul style="list-style-type: none"> - Four (4) Councillors - Four (4) Independents - Four (4) Tenants
Board Leadership	
The Chair is a Board Member appointed by the members as mandated by the Board Nomination Process.	
Should the Chair not be available for a meeting, the Vice Chair will deputise, or the Chair will designate another appointed Board member.	
The Board Chair also assumes responsibility for:	<ul style="list-style-type: none"> - Leading the annual review of the Board Terms of Reference - Membership on the Board by inclusion in the Board Recruitment process - Obtaining Board approval of members - Annual appraisal of Board members
Terms	
Board Meetings will be held at least four (4) times a year on a quarterly basis with additional meetings as necessary to carry out its responsibilities.	
Additional sessions for Board to receive confidential reports would be incorporated when required to ensure decisions can be made in a timely and effective manner with delegated authority for the Chair, Vice Chair, the Chief Executive and Director.	
Quorum	
Will be determined by a simple majority of Board members, which must include:	
<ul style="list-style-type: none"> - 1 Councillor member - 1 Tenant member - 1 Independent member 	
Decisions will be made via a simple majority of attendees.	
Wolverhampton Homes Senior Management attendance as required.	
Responsibilities	
The role of the Board is to provide strategic decision making within the business objectives and company's articles of association in support of the development and delivery of strategy, policy and activity undertaken by Wolverhampton Homes. The Board will always retain overall responsibility for the financial affairs of the Company, compliance with all relevant legislation as an employer, provider of services and in line with its responsibilities to report to the City of Wolverhampton Council, Companies House and to all relevant regulatory agencies.	
This includes the monitoring and holding to account the Senior Management in the delivery of priorities and opportunities as detailed in the Business Plan 2019 – 2023, with a continued focus on the strategic direction of the company, incorporating medium term financial planning, transformation plans, finances, investments and reserves, strategic	

Human Resources issues such as restructures, revised business plans or business cases for change, signing off major decisions, changes to the business assurance framework such as the corporate risk log and business plan by way of:

- Establishing and agreeing the overarching Business Assurance framework, strategic health and safety policy, internal and external audit requirements
- Ensuring Wolverhampton Homes meets its legal and statutory requirements under the management agreement and that it undertakes due diligence on behalf of its shareholder, namely, the City of Wolverhampton Council
- Agree annual delivery plans and associated operational plans
- Key decision making on priority areas and topics, development of new priority areas, recommended actions or interventions to be taken to address priorities
- Advise on policy – in supporting Wolverhampton Homes through recommendations on current policy and policy development in all areas of activity
- Continual review of the relevance and effectiveness of Wolverhampton Homes services
- Assurance of sound financial management by scrutinising the allocation of financial / human resources to the achievement of the Business Plan
- Ensuring organisational design supports the attainment of strategic objectives
- Setting the risk appetite and ensuring appropriate controls are in place
- Evaluating the performance of the Board and Board Members
- Procurement approval and authorisation for tender / notice to award
- Planning for board member succession (with statutory constraints)
- Receiving and reviewing feedback from the Tenant Scrutiny Panel and Board Champions to inform the decision-making process
- Responsible for referring to relevant Committees matters considered by the Board to be deemed relevant for escalation / information sharing / further review
- In addition, the Board will receive input and presentation as necessary in order to be able to discharge its responsibilities.

Board Performance

On an annual basis the Board shall:

- review its effectiveness
- review the Board and Committee terms of reference to ensure they continue to reflect the business priorities of Wolverhampton Homes
- validate the needs of the Board, and current standards for effective governance

Agenda and Minutes

The Chair of the Board, in consultation with the Chief Executive of Wolverhampton Homes, is responsible for finalising the agenda. Input into the Agenda items may include items requested to be tabled by the Board.

The agenda, meeting materials and previous minutes should be made available at least 5 working days in advance of each meeting. A copy of the Open Board minutes and a forward plan of meeting dates will be published on the website. Business Assurance will facilitate and provide the minute taking for each meeting and ensure the sharing and cascade of minutes as appropriate.

Wolverhampton Homes Communities and Service Delivery Committee Terms of Reference	
Committee Structure	
Members: The Communities and Customer Committee consists of six members:	<ul style="list-style-type: none"> - Two (2) Councillors - Two (2) Independents - Two (2) Tenants
Committee Leadership	
The Chair is a Committee Member appointed by the members as mandated by the Board Nomination Process.	
Should the Chair or Vice Chair not be available for a meeting, the Chair or Vice Chair will designate another appointed Board or Committee member. Back fill arrangements and the option to co-opt Board members to the Committee as required will be permitted.	
The Committee Chair also assumes responsibility for:	<ul style="list-style-type: none"> - Membership on the Committee by inclusion in the Board nomination process - Obtaining Committee approval of members
Terms	
Committee Meetings will be held at least four (4) times a year on a quarterly basis with additional meetings as necessary to carry out its responsibilities.	
Additional sessions for Committee to receive confidential reports would be incorporated when required to ensure decisions can be made in a timely and effective manner with delegated authority for the Chair, Vice Chair, the Chief Executive and Director.	
Quorum	
Will be determined by a simple majority of Committee members, which must include: <ul style="list-style-type: none"> - 1 Councillor member - 1 Tenant member - 1 Independent member 	
Decisions will be made via a simple majority of attendees.	
Wolverhampton Homes Senior Management attendance as required.	
Responsibilities	
The role of the Board is to provide strategic decision making within the business objectives and company's articles of association in support of the development and delivery of strategy, policy and activity undertaken by Wolverhampton Homes.	
This includes the monitoring and holding to account the Senior Management in the delivery against the Business Plan 2019 - 2023 incorporating Service Performance, Customer Feedback and Satisfaction, Customer Scrutiny, Community Development and Community Cohesion by way of:	

- Providing assurance that Wolverhampton Homes has a robust framework to achieve continuous improvement and excellent service delivery to its customers
- Linking in to the Business Assurance Committee to share matters it defines relevant or where there are cross cutting implications
- Reviewing the company performance data to ensure it is meeting its key performance indicator targets to support the #GoodtoGreat journey and enhance customer satisfaction
- Scrutinising and prioritising customer feedback and learning, through regular monitoring in order to make recommendations where necessary for further review or follow up action
- Ensuring scrutiny arrangements and the views of tenants are at the heart of the decision-making process to reflect the 'customer voice' is effectively heard
- Consideration of customer feedback to ensure it supports operational service design and the delivery of service improvements such as the Estate Custodian approach
- To oversee progress against the Community Development Strategy and the implementation of the tenant and leaseholder deals
- Decision making in regard to key HR issues and remuneration
- Receiving and reviewing feedback from the Tenant Scrutiny Panel and Board Champions to inform the decision-making process
- Responsible for referring up to the Board / Business Assurance and Governance Committee, matters considered by Committee to be deemed relevant for escalation / information sharing / further review
- To assure the Committee and Board that Wolverhampton Homes are effective in meeting regulatory and statutory requirements
- In addition, the Committee will receive input and presentation as necessary in order to be able to discharge its responsibilities.

Committee Performance

The Committee shall provide Board with an annual assurance statement and shall:

- be accountable to the Board
- review its effectiveness
- review the terms of reference annually to ensure it continues to reflect the business assurance priorities of Wolverhampton Homes
- validate the needs of the Committee, and current standards for effective governance

Agenda and Minutes

The Chair of the Committee, in consultation with the Chief Executive of Wolverhampton Homes, is responsible for finalising the agenda.

Input into the Agenda items may include items requested to be tabled by the Committee.

The agenda, meeting materials and previous minutes should be made available at least 5 working days in advance of each meeting.

Business Assurance will facilitate and provide the minute taking for each meeting and ensure the sharing and cascade of minutes as appropriate.

Wolverhampton Homes Business Assurance Committee Terms of Reference	
Committee Structure	
Members: The Business Assurance Committee consists of six members:	<ul style="list-style-type: none"> - Two (2) Councillors - Two (2) Independents - Two (2) Tenants
Committee Leadership	
The Chair is a Committee Member appointed by the members as mandated by the Board nomination process.	
Should the Chair or Vice Chair not be available for a meeting, the Chair or Vice Chair will designate another appointed Board or Committee member. Back fill arrangements and the option to co-opt Board members to the Committee as required will be permitted.	
The Committee Chair also assumes responsibility for:	<ul style="list-style-type: none"> - Membership on the Committee by inclusion in the Board nomination process - Obtaining Committee approval of members
Terms	
Committee Meetings will be held at least four (4) times a year on a quarterly basis with additional meetings as necessary to carry out its responsibilities.	
Additional sessions for Committee to receive confidential reports would be incorporated when required to ensure decisions can be made in a timely and effective manner with delegated authority for the Chair, Vice Chair, the Chief Executive and Director.	
Quorum	
Will be determined by a simple majority of Committee members which must include: <ul style="list-style-type: none"> - 1 Councillor member - 1 Tenant member - 1 Independent member Decisions will be made via a simple majority of attendees. Wolverhampton Homes Senior Management attendance as required.	
Responsibilities	
The role of the Board is to provide strategic decision making within the business objectives and company's articles of association in support of the development and delivery of strategy, policy and activity undertaken by Wolverhampton Homes. This includes the monitoring and holding to account the Senior Management in the delivery against the Business Plan 2019 - 2023, incorporating Internal Audit, External Audit, Compliance and Regulatory Framework (Built Environment / Business Environment), Transformational Change, Value for Money and monitoring the effectiveness of shared services (SLA's) by way of: <ul style="list-style-type: none"> - Providing assurance that Wolverhampton Homes has a robust framework for the management of risk and compliance arising from or associated with Property, 	

Health and Safety, Workforce, Reputational Management, Governance, Risk Management and Business Continuity Planning

- Approval of the Annual Audit Programme
- Linking in to the Communities and Customer Committee to share matters it defines relevant or where there are cross cutting implications
- Scrutinising and prioritising risks and compliance through regular monitoring, in order to make recommendations where necessary for further review or follow up action
- To oversee progress against compliance or improvement action plans arising from performance reviews, Health and Safety, Internal and External Audit or other external assessment
- To investigate any activity associated with risk and compliance as required, to assure the Committee and Board that Wolverhampton Homes are effective in meeting regulatory and statutory requirements
- To retain a focus on preparing for regulatory changes and compliance against the current Consumer Standards
- Receiving and reviewing feedback from the Tenant Scrutiny Panel and Board Champions to inform the decision-making process
- Responsible for referring up to the Board / Communities and Service Delivery Committee, matters considered by Committee to be deemed relevant for escalation / information sharing / further review
- Obtaining independent specialist Audit advice as required
- In addition, the Committee will receive input and presentation as necessary in order to be able to discharge its responsibilities

Committee Performance

The Committee shall provide Board with an annual assurance statement and shall:

- be accountable to the Board
- review its effectiveness
- review the terms of reference to ensure it continues to reflect the business assurance priorities of Wolverhampton Homes
- validate the needs of the Committee, and current standards for effective governance

Agenda and Minutes

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Input into the Agenda items may include items requested to be tabled by the Committee.

The agenda, meeting materials and previous minutes should be made available at least 5 working days in advance of each meeting.

Business Assurance will facilitate and provide the minute taking for each meeting and ensure the sharing and cascade of minutes as appropriate.