Standing Orders
and
Governance Framework

Date Approved by Parent Board	Details of Amendment	Officer Lead
4 September 2024	Annual review with revisions to Standing Orders and Scheme of Delegation agreed by Board	Head of Governance
3 September 2025	Annual review with revisions to Standing Orders and Scheme of Delegation agreed by Board	Head of Governance

Company	Date Adopted
Raven Housing Trust (Parent)	3 September 2025
Raven Development Homes Limited	3 September 2025
Raven Repairs Limited	3 September 2025
Raven DEVCO Limited	3 September 2025

Contents

Interpretation of Terms

This Standing Orders and Governance Framework applies to the parent and all subsidiary companies constituting the Raven group.

Group Board and **Group Committee** means the Board or Committee with overall oversight and responsibility for the parent company and all subsidiaries.

Parent means Raven Housing Trust Limited.

Raven Housing Trust, when referred to in the Standing Orders, means all group members.

The Scheme of Delegation and decision-making thresholds and requirements relate to the whole group unless specifically referenced.

Introduction

1.1 This Standing Orders and Governance Framework provides the structure within which the Boards, Committees and staff within Raven Housing Trust should operate. The suite of documents includes:

- Standing Orders which include Terms of Reference for the Board and Committees
- Scheme of Delegation for financial, procurement, strategy, policy and other matters
- Financial Regulations
- A Compliance and Assurance Overview

1.2 Raven Housing Trust is committed to achieving high standards of governance, probity and internal control in all areas of its business. These documents play an important role in ensuring those high standards are realised in practice. It is expected that all staff, Board and Committee members operate at all times within the framework set out in this Standing Orders and Governance Framework.

1.3 Raven is committed to ensuring the lawful, fair, and transparent processing of personal and organisational data in accordance with the UK General Data Protection Regulation (UK GDPR) and the Data Protection Act 2018. All Board members, staff, and contractors must handle data responsibly, ensuring confidentiality, integrity, and availability. Raven will maintain appropriate policies, procedures, and training to safeguard data, manage risks, and respond to breaches. Data protection responsibilities are embedded within governance structures, with oversight provided by the Board and designated Data Protection Officer.

1.4 These documents should be read in conjunction with the other main documents which provide the overall governance framework for the Group:

- The Rules and Articles of Association: for Raven Housing Trust and each subsidiary which form the constitution of each organisation, specify the objects of the organisation, its membership, its powers and proceedings of Boards and General Meetings
- National Housing Federation (NHF) Code of Governance
- Regulator of Social Housing – Regulatory Standards
- Non-Executive Board Member Agreement for Services

Group Structure and Governance Arrangements

1.5 Raven Housing Trust has a group structure which comprises Raven Housing Trust as the group parent and Registered Provider, with three subsidiaries as shown below:

- Raven Development Homes Limited (Raven Homes), which delivers new homes for sale.
- Raven Repairs Limited is a wholly owned subsidiary of RHT. Raven Renewables is a trading name of Raven Repairs Limited and is an installer of renewable energy technologies.
- Raven DEVCO Limited, which provides development services to the Group.

1.6 Raven Housing Trust has adopted the NHF Code of Governance, and the subsidiary companies support and enhance delivery of the Trust's mission.

1.7 The constitutional relationship between the Parent and its subsidiaries is set out in the Intragroup Agreement for each subsidiary agreed by the Group Board.

1.8 Raven Housing Trust has three Committees, each of which is accountable to the Group Board:

- Group Audit, Risk and Assurance Committee
- Group Investment Committee
- Group People and Culture Committee

1.9 A co-terminus structure is in place for the oversight of the subsidiaries to enable more efficient working of the governance arrangements. In this arrangement the Group Investment Committee acts as a board for Raven Homes Limited, Raven Repairs Limited and Raven DEVCO Limited with concurrent meetings. Management companies and joint ventures formed from time to time for development schemes sit within the subsidiary companies and are overseen by the Group Investment Committee under co-terminus arrangements.

1.10 Nothing in this Standing Orders and Governance Framework overrides instructions or conditions imposed by the constitutions (Rules or Articles of Association) of Raven Housing Trust members, by Homes England (HE), the Regulator for Social Housing (RSH), the Ministry of Housing, Communities and Local Government, the Accounting Standards Board or through legislation.

1.11 Every attempt has been made to avoid conflicting statements between the constitutions of Raven Housing Trust group members and the Standing Orders and Governance Framework but in the event of such a conflict, the constitutions take precedence.

1.12 This Standing Orders and Governance Framework is a key component of Raven Housing Trust's internal control framework and its regular review forms part of the evidence to support its Statement on Internal Controls, which is summarised in the Financial Statements. This Standing Orders and Governance Framework can only be altered by the approval of the Group Board and will be reviewed annually.

Conduct and Probity

1.13 Raven Housing Trust is committed to achieving high standards of probity and has adopted a Code of Conduct, which requires all Board members and staff to ensure that their private or personal interests do not influence their decisions and that they do not use their position to obtain personal gain. A simplified code of conduct has been adopted to meet these requirements for resident representatives.

Openness and Transparency

1.13 Raven Housing Trust seeks to act in an open and accountable way in relation to residents, local communities, local authorities and other interested parties. The Group Board and employees of Raven Housing Trust accept the obligation to account for their actions in an open manner. In response to this commitment, Raven Housing Trust will:

- Involve customers, the local authorities and local community representatives in its decision making;
- Ensure that Board meetings and other meetings are conducted as openly as possible, consistent with the requirement to maintain confidentiality on matters of a personal nature or where decisions relating to Raven Housing Trust's competitive environment are concerned;
- Respond clearly and openly to questions from stakeholders, the public or press on all matters other than confidential items;
- Create specialist consultative groups as necessary;
- Encourage and assist customer engagement, responding to resident feedback and concerns;
- Ensure that where errors or mistakes occur or bad practice arises, these matters will be investigated thoroughly and openly, errors corrected and, where appropriate, compensation awarded;
- Welcome constructive feedback from all sources and respond to such feedback;
- Require, through a Code of Conduct, that Board members and staff conduct themselves in ways which are seen to be accountable and consistent with publicly acceptable standards.

1.14 The Board will publish an annual report on Raven Housing Trust's activities and performance. The report will include details as defined by the regulatory code.

Standing Orders
Including Terms of Reference for the Boards and the Committees

Common Issues for Boards and Committees

2.1 These terms of reference apply to all members of Raven Housing Trust. They aim to provide clarity about the role and specific responsibilities of each Board and Committee.

2.2 The Scheme of Delegation (Appendix 1) sets out the specific delegated authorities for key activities. Financial Regulations (Appendix 2) set out more detailed requirements for financial management across the Group. The Compliance and Assurance Overview (Appendix 3) provides a visual representation of how the whole assurance framework fits together to ensure that the structure meets governance and regulatory standards.

2.3 The Parent is a charitable, asset owning entity formed for the benefit of the community by providing and managing housing and other assistance to people who are vulnerable or on low incomes.

Common Issues for Boards and Committees

2.4 All Boards and Committees shall:

- Ensure that their work meets the relevant regulatory standards and is consistent with any adopted best practice including the National Housing Federation Code of Governance and Code of Conduct, which Raven Housing Trust has adopted.
- Have regard to the Intra-Group Agreements and endeavour to work effectively together with other members of Raven Housing Trust to achieve the Group's overall aims and ambitions.
- Operate within the relevant constitutions and this Standing Orders and Governance Framework.
- Monitor risks related to their area of responsibility.

2.5 The Parent and subsidiary boards delegate authority to the Committees as detailed in their Terms of Reference. Once approved by the Group Board the Terms of Reference shall be adopted by and applicable to all subsidiaries.

2.6 The composition of the subsidiary boards, including provision for co-option to the boards and Committees, is set out in each organisation's constitution. The size and composition for each board and each Committee in the Terms of Reference reflects current decisions on the matter and can only be varied by Group Board through the approval of amendments to the Terms of Reference.

2.7 The Group Board elects the Chair in accordance with the Rules. The Board may also elect a Vice-Chair of the Board and in the absence of the Chair, the Vice Chair shall act as Chair. The Group Board may also elect a Senior Independent Director (SID). The Vice-Chair and SID may be separate individuals. The Vice-Chair and SID shall be independent directors.

2.8 The Committee Chairs and membership of the Board, Committees and any ad hoc Working Groups are decided by the Group Board. It is intended that the membership of each of the committees and subsidiary boards will be predominately made up of Group Board members with co-optees.

2.9 In accordance with the NHF Code of Governance 2020, the Board may appoint co-optees to enhance its collective skills, diversity, and effectiveness. Co-optees shall be appointed based on identified skills gaps and strategic needs, and their inclusion must support the Board's commitment to accountability, integrity, and resident focus. Co-optees may participate fully in discussions and decision-making, except where restricted by law or these Standing Orders. They shall not count towards the quorum of Board meetings, nor be eligible to vote on matters reserved for shareholder members or officer appointments. The number of co-optees shall not exceed one third of the total Board membership. Co-optees are subject to the same standards of conduct, appraisal, and governance oversight as full Board members, and their contribution shall be reviewed regularly to ensure alignment with the organisation's mission, values, and governance objectives.

2.10 Each Group Committee may have up to two co-opted members, where there is a need for additional expertise. A Group Committee co-optee may act in all respects as a Committee member, including decision-making, except that a co-optee does not count towards a meeting quorum.

2.11 Unless the Group Board decides otherwise, the quorum for each Committee or Working Group shall be any two members or 50% of the total number of members, whichever is the greater. The quorum for the transaction of the business of the Board may be increased by the Board from time to time but will be not less than half of all Board members. The minimum number of members for the Board is five as set out in the Rules.

2.12 Should any meeting of the Group Board or other Group Committee not be quorate the meeting may still take place at the discretion of the relevant Chair. In the event that a matter is discussed, and a decision is made, that decision will be taken forward to the next meeting unless dealt with under Urgency Procedures. The decision is not valid until it has been ratified at either a future meeting or under Urgency Procedures.

2.13 Ad hoc Working Groups may be established on an exceptional basis with clear terms of reference agreed by the Board or relevant Committee. The agreed terms of reference will include the relevance of the Working Group's work to the strategic plan, any delegated authority, resource requirements, and expected outputs and timescales. They will also include any matters or decisions that will need to be referred back to the Group Board or relevant Committee for approval.

2.14 Where a Working Group is given powers to act, any decision made by the Working Group must be reported to the next meeting of the Board or relevant Committee. Where a Working Group is not given powers to act, the findings or recommendations of the Working Group will be presented to the Board or relevant Committee.

2.15 A schedule of Board and Committee meetings is approved annually. At least seven days written notice of the date of every Board and Committee meeting shall be given to all Board members, Committee members and co-optees, but shorter notice is permissible with the consent and agreement of the relevant Chair. Notices of meetings should normally be in writing, stating the time, date and place, and include agenda and papers.

2.16 Should any agreement not be made by consensus the relevant Chair will decide the method by which any voting will take place.

2.17 The Board and Committee meetings are private. However, the relevant Chair may invite any person to attend its meeting as an observer. A person attending a meeting as an observer shall not speak or take part except by invitation from the Chair and not vote or take part in any poll or other matter under consideration and shall withdraw from the meeting forthwith if requested to do so by the Chair.

2.18 The minutes of all Group Committees and ad hoc Working Groups will be taken as a true record of the meeting and made available to the Group Board following each Committee or Working Group meeting. In addition, each Committee Chair is expected to provide regular feedback on its activities and any significant matters that arise and an annual report on the work of the Committee to the Group Board. The agenda, papers and minutes of all Group and subsidiary Board and Committee meetings are available for all Board members to view via One Advanced.

2.19 A review of Board and Committee effectiveness, including skills requirements and the Terms of Reference, is undertaken on an annual basis.

2.20 The Group Board and Group Committees have the right to seek specialist consultancy support and advice to assist in carrying out its responsibilities, at the expense of the company, where the relevant Chair considers this to be reasonable and appropriate in the circumstances.

Urgency Procedures

2.21 Occasionally, a decision may be required on urgent actions between meetings for any of the Group Board or Group Committee meetings. Approvals for urgent action for any Group or subsidiary Board or Committee meeting are dealt with as follows.

2.22 The Chief Executive (or a Leadership Team member in their absence) can request the relevant Chair (or, in the Chair's absence, the Vice-Chair or the Senior Independent Director) and another member to approve a course of action. In the case of key decisions, all relevant Board or Committee members will be consulted, whenever possible, by telephone, email or other means. The background to the request, the views expressed and the reasons for the decision will be formally recorded and reported to the next available meeting of the relevant Board or Committee for ratification.

2.23 All requests whether approved or not, shall be reported by the Group Chief Executive to the relevant Board or Committee meeting immediately following the request.

2.24 The same process applies to urgent action for all Boards and Committees covered by these Standing Orders.

Group Chief Executive

2.25 The Group Board will have a clear working relationship with the Group Chief Executive who will have a written contract of employment and job description.

2.26 The Chief Executive plays an important part in helping the Board to develop Raven Housing Trust's strategy, policies and reputation. The Group Board supports the Chief Executive in carrying out its plans and policies but does not involve itself in day-to-day management issues, except where they involve questions of policy or the reputation of Raven Housing Trust.

Company Secretary

2.27 The Company Secretary will be appointed by the Board. The role and responsibilities of the Company Secretary are to:

- Ensure compliance with the Rules and Articles of Association and the chosen code of governance, advising the Group Board as necessary;
- Summon all meetings of the Board, and its Committees, ensuring that minutes are kept of all meetings;
- Make and oversee any returns on behalf of Raven Housing Trust to Companies House, the Regulator of Social Housing and any other relevant authorities;
- Have charge of the seal of the Association.

Links to Resident and Customer Engagement

2.28 Raven Housing Trust has to balance the interests of a wide range of groups, and must be accountable in different ways to tenants, potential tenants, residents, local authorities and other community interests. The involvement of tenants and residents must, however, be the main focus of accountability.

2.29 Raven Housing Trust has embraced the principles of co-regulation, where good governance draws upon the voice of residents and customers to help drive business decisions. It has established formal structures for involving residents in its decision-making processes and this is supported by a scrutiny process reporting directly through the Customer Voice Panel to the Board.

2.30 Raven Housing Trust will also support involvement structures at a local level, so residents can influence the delivery of services. Raven Housing Trust will offer mechanisms for residents and customers to become involved in ways which are 'inclusive' and open to all.

Group Board

Role and Responsibilities:

The main role of the Group Board is to direct the affairs of Raven Housing Trust. It sets the vision, strategies, plans and resources, and directs its business. The Group Board's primary responsibility is the protection of its assets, ensuring they are used in the fulfilment of its objectives. The Group Board exercises effective control across the Group, including the subsidiaries, to ensure the achievement of its objectives and that it acts lawfully and in accordance with regulatory standards and accepted standards of governance, performance and probity.

The Group Board oversees the work of:

- Group Audit, Risk and Assurance Committee
- Group Investment Committee
- Group People and Culture Committee

Meetings	Membership	Lead Officer
At least 4 times a year **Quorum**: 50% of Board members	Up to 12 members to include: Group Chair Group Vice Chair (if appointed) Senior Independent Director Chair of Group Audit, Risk & Assurance Committee Chair of Group Investment Committee Chair of Group People and Culture Committee Chief Executive Officer Director of Resources and Deputy CE	Chief Executive Officer

Other Matters:

The Board will appoint the Chair, the Vice-Chair and/or the Senior Independent Director.

The maximum permitted number of co-optees is a third of the Board membership, at any time.

Board Co-optees do not count towards a meeting quorum.

The minimum number of standing Board members is five.

<u>The Group Board has the following specific duties to:</u>

Strategy Planning and Performance

3 Direct and approve the vision, culture and values, strategy, objectives and plans of Raven Housing Trust, taking account of financial capacity, internal capability and the external operating environment.

3.1 Determine and approve any expansion or cessation of Raven Housing Trust's activities and/or the existing geographical area within which it operates.

3.2 Determine where group wide strategies, policies and plans are required to achieve overall objectives. This includes ensuring that value for money is a key consideration across the range of business activity. A schedule of delegated authorities for the approval of strategies and/or policies by Committees or the Executive is included at Appendix 2 of this Standing Orders and Governance Framework.

3.3 Approve the Corporate Plan and performance targets annually. Scrutinise performance against plans and targets in priority areas on a quarterly basis and agree and monitor actions to address any significant under-performance against targets or external benchmarks.

Customer Experience

3.4 Approve any major changes to strategy, service standards or service delivery affecting Raven Housing Trust's residents and customers. This includes ensuring that a clear focus on customer priorities arising from resident involvement and customer insight are reflected in strategy and supporting plans, and oversight and accountability for complaint management.

3.5 Review and scrutinise day to day service performance of landlord services and customer feedback including actions to address any areas of serious under-performance or significant risk to ensure regulatory consumer standards are met.

Development and Commercial

3.6 Approve the Homes Plan which set the targets and parameters for all development activity, following consideration of the recommendations made by the Group Investment Committee.

3.7 Approve the development appraisal assumptions and criteria as recommended by the Group Investment Committee, to ensure that appropriate financial parameters are in place to maintain the long-term financial viability of Raven Housing Trust.

3.8 Approve any commercial appraisal assumptions and criteria as recommended by the Group Investment Committee, to ensure that appropriate risk appetite and financial parameters are applied to commercial investment decisions.

3.9 Approve programme funding bids for which the funding body has a requirement for Board approval or oversight.

3.10 Approve development schemes or projects that carry significant financial or other risk and/or are outside of the approved Development Strategy, in line with the Scheme of Delegation (Appendix I).

3.11 Approve land purchase or land option that carries significant financial or other risk and/or is outside of the approved Homes Plan, in line with the Scheme of Delegation (Appendix I).

3.12 Any development scheme, land purchase or land option meeting the above criteria will be considered following a recommendation made by the Group Investment Committee.

3.13 Receive exception reports and agree mitigation or action plans on any development scheme, previously agreed by the Board, where there is a significant risk and/or there is a forecast adverse variance, to the values outlined in the Scheme of Delegation, of the approved scheme budget (including contingency).

3.14 Approve any commercial investment or contract value in line with the Scheme of Delegation or commercial projects that carry significant financial or other risk and/or are outside of the approved Commercial Strategy following consideration of recommendations made by the Group Investment Committee.

3.15 Approve any Homes England Affordable Homes Programme contracts and audit outcomes.

3.16 Receive exception reports and agree mitigation or action plans on any commercial project or investment, previously agreed by the Board, where there is considered to be a significant risk and/or there is a forecast adverse variance, to the values outlined in the Scheme of Delegation of the approved project cost/investment.

3.17 Approve any new joint venture, commercial or strategic partnership proposals or material changes to existing joint venture, commercial or strategic partnerships following recommendation of the Group Investment Committee.

3.18 Approve any stock acquisitions unless as part of the buyback programme to support redevelopment/regeneration.

Other Investments and Projects

3.19 Approve any other investment or project (non-development or commercial) over £1m or that carry significant financial or other risk, in line with the Scheme of Delegation.

3.20 Receive exception reports and agree mitigation or action plans on any other investment or project (non-development or commercial), previously approved by the Board, where there is considered to be a significant risk and/or there is a forecast adverse variance of more than 5% of approved project cost/investment, in line with the Scheme of Delegation.

Asset Management

3.21 Approve a Homes Plan at least every 3 years and review plans and progress against targets on an annual basis. This includes approval of the annual disposals target plus annual Planned Maintenance Programmes as part of the budget setting process, in line with the Scheme of Delegation.

3.22 Approve all disposals of existing social housing stock, in line with regulatory requirements as defined in section 275 of the Housing Regeneration Act 2008, delegating responsibility to Directors for disposals pursuant to the Homes Plan in line with Annual Budget and Business Plan, in line with the Scheme of Delegation.

3.23 Approve disposals of all other existing land and property (excluding Right to Acquire, Right to Buy and Staircasing) over £1m that are outside of the Asset Management Strategy parameters and where there is significant complexity and/or financial and reputational risk following recommendation of Group Investment Committee, in line with the Scheme of Delegation.

Finance and Value for Money

3.24 Review and approve the Business Plan of Raven Housing Trust, and its subsidiaries, on at least an annual basis to ensure plans reflect strategy and are based on reasonable economic, development and operational performance assumptions.

3.25 Review and approve the annual budgets of the Raven Housing Trust, and its subsidiaries, ensuring financial resources are available to meet the financial business plan objectives, value for money targets are set, and budgets comply with key performance indicators and covenants.

3.26 Approve the Treasury Strategy and supporting treasury policies. Scrutinise treasury management activity, at least annually, monitoring performance against the Strategy.

3.27 Review and approve all new loan facilities, security arrangements and treasury instruments on behalf of Raven Housing Trust Limited and its subsidiaries, including the terms and conditions of lending agreements and loan offers received.

3.28 Review and approve any changes to the Group's banking arrangements and banking provider.

3.29 Approve the Annual Accounts and Financial Statements for the Group, including those of subsidiaries, and receive assurance on the integrity of the financial information.

3.30 Scrutinise overall financial performance of the Group, receiving and reviewing headline financial monitoring reports and variations including reports on cashflow and liquidity, covenant compliance, golden rules compliance, management accounts, budget virements, value for money and benchmarking. Agree action plans to address any areas of serious under-performance or significant risk.

3.31 Approve the Financial Regulations for the Group.

3.32 Approve the Group's Value for Money Strategy, annual Value for Money Plan (including value for money targets) and receive an annual summary of value for money performance, ensuring consideration of value for money is intrinsic to the whole business.

3.33 Approve the Group's policies for setting rents and service charges, ensuring compliance with regulatory requirements.

3.34 Approve the Group's Tax Strategy.

Governance and Regulation

3.35 Ensure that the Group's affairs are conducted in accordance with generally accepted standards of governance, probity and performance, including compliance with the chosen Code of Governance.

3.36 Review the Group's overall governance arrangements and their effectiveness in line with regulatory requirements and good practice. This includes receiving assurance on the levels of compliance with the adopted code of governance on an annual basis and monitor actions for improvements through an annual Governance Improvement Plan.

3.37 Ensure that the Group complies with all other regulatory standards and reviewing them as required ensuring proactive and timely communication with the Regulator should any potential regulatory breaches occur.

3.38 Approve the Terms of Reference for all Boards and Committees, including delegated authorities for all matters and authorised signatories to ensure there is a clear system of delegation for all Chairs and Committee members.

3.39 Approve any changes to the legal and governance structure, Rules, size or composition of the Board, other Boards and Committees following consideration of any recommendations made by Committees. This includes setting up new subsidiaries.

3.40 Approve the appointment or removal of members to all Group subsidiary Companies and Committees, including the selection of the Chair and all members of the Group Board and Chairs of Committees and subsidiaries.

3.41 Approve the Group Board skills and succession plans following recommendations from the Group People and Culture Committee.

3.42 Appoint who shall act as the Company Secretary for the Group and each subsidiary Company.

3.43 Approve the remuneration policy for Group Board, subsidiary Boards and Group Committee members following recommendations from the Group People and Culture Committee.

3.44 Approve any changes to the adopted Code of Conduct and receive reports on board member interests on an annual basis.

3.45 Approve the creation of Standing Committees or other Working Groups to which the Group Board may delegate or refer business for detailed consideration on an ad hoc basis.

3.46 Approval of resolutions to be put forward by the Board at a general meeting.

3.47 Approval of methods of document execution on behalf of the Group.

Audit, Risk and Assurance

3.48 Approve the Group's Risk Management Policy ensuring that a full risk assessment is undertaken on all matters that carry a significant financial, service delivery or reputational risk. This includes a quarterly review of a summary of the significant risks on the Strategic Risk Register.

3.49 Ensure that a scenario planning exercise is undertaken at least annually to stress test the Business Plan and identify and monitor the implementation of any mitigation actions needed to ensure the continued financial viability of the Group. Ensure that an Asset and Liability Register is in place, reviewing a summary at least annually.

3.50 Approve the Risk Appetite Statement annually.

3.51 Approve an annual assessment against the regulatory standards and the internal assurance statement. Ensure actions are identified to address any significant control weaknesses.

3.52 Approve the Group Health and Safety Policy and Framework and scrutinise arrangements for health and safety in relation to property, residents and staff at least annually and compliance performance quarterly, to ensure management of these areas meet statutory requirements and are sufficiently resourced.

3.53 Approve the appointment or removal of the internal and external auditors, as recommended by the Group Audit, Risk and Assurance Committee.

3.54 The Board will discuss the work of the Group Audit, Risk and Assurance Committee once a year based on a formal report by the Chair of the Committee.

3.55 Review any significant risks with regards to relationships with central government, Homes England and the Regulator of Social Housing, local authorities, other statutory bodies, and other registered social landlords.

3.56 The Member Responsible for Complaints will engage with the Chair of the Audit, Risk and Assurance Committee to discuss any risks emerging from complaints and any recommendations for improvement in service areas which may be relevant to internal audit activities.

Legal, Procurement and Third-Party Arrangements

3.57 Review the impact of any new legislation as it may affect the Group and determine any necessary action to be taken.

3.58 Approve the Group procurement strategy and annual procurement plan.

3.59 Approve the initiation of a tender process, a contract award, a contract extension, exceptional terms and conditions or cancellation of any contract for goods and services (excluding development schemes), with a value greater than £1m or of significant strategic importance or risk.

3.60 Approve out of court settlement claims in excess of £50,000 by or against the Group or one of its subsidiaries.

Staffing, Remuneration and Organisation

3.61 Approve the appointment, and dismissal, if necessary, of the Chief Executive.

3.62 Approve the remuneration package for the Chief Executive and the Executive Directors including salary, benefits and terms of employment following recommendations by the Group People and Culture Committee. Ensure the Chief Executive’s contract is reviewed once every three years.

3.63 Approve any significant change in structure of the Leadership Team, following recommendations from the Chief Executive. This includes involvement in the appointment of Leadership Team members and job descriptions.

3.64 Approve any changes to the Group’s pension arrangements as recommended by the Group People and Culture Committee.

3.65 Approve any material changes to the terms and conditions of all staff, following recommendations from the Group People and Culture Committee.

3.66 Review and approve any organisational transformation strategy including corporate change, digital and IT strategies.

3.67 Consider feedback from staff from surveys, audit and other feedback mechanism and organisations and proposed actions following review by the Group People and Culture Committee.

Reporting – To support the above Terms of Reference the Board will receive the standard reports contained in this schedule.

Group Board				
Area of Activity	Jan – Mar	Apr – Jun	Jul – Sept	Oct – Dec
Strategy				
Strategic Plan	X			
Business Plan (including scenarios and recovery plans)	X	X	X	X
Homes Plan	x			
Treasury Management Strategy Review	X		X	
Customer Experience Strategy	X			
Operations, Performance and Assurance				
Chief Executive's Report	X	X	X	X
Strategic Risk Register	X	X	X	X
Financial & Performance Reports	X	X	X	X
Annual Budget and Strategic Plan targets	X			X
Annual Value for Money Plan	X			
Annual Fees and Charges Schedule	X			
Annual Rent and Services Charges				X
Annual G&V Assurance Statement and Internal Controls Statement			X	
Annual Report, Statement of Accounts and ESG Report			X	
Annual Value for Money Report		X		
Annual Health and Safety Report			X	
Annual Register of Board Members Interests		X		
Annual Board Effectiveness Review		X		
Annual Committee Effectiveness (Audit, GIC, People and Culture)		X		
Annual Committee Chairs' Report to the Board			X	
Annual review of compliance with the Regulatory Standards and NHF Code			X	
Sector Risk Profile: RHT Assessment Actions Update			X	
Annual Review of Complaints		X		
Compliance with Customer Regulatory Standards		X		X
Equality, Diversity and Inclusion Statement		X		
Modern Slavery Statement			X	

Group Audit, Risk and Assurance Committee

Role and Responsibilities:

The role of this Committee is to provide assurance to the Group Board on the systems of internal control, risk management, financial reporting, and the internal and external audit functions to ensure that they are effective and well managed.

This Committee also takes the lead role in providing assurance to the Group Board that legal and regulatory requirements are being met in the areas of procurement, probity, data protection and IT.

The following strategies set the parameters within which this Committee operates:

- Corporate Plan
- Risk Management Policy
- Fraud & Bribery Prevention, Detection and Response Policy
- Anti-Money Laundering Policy
- Business Continuity Policy

Meetings	Membership	Lead Officer
At least 4 times a year **Quorum:** any two members or 50% of the total number of members, whichever is the greater (excluding co-optees)	Up to 6 members	Director of Resources & Deputy CE

Other Matters:

Membership is open to all non-Executive Board members except for the Group Chair.

The Committee may include up to two co-optees.

<u>The Group Audit, Risk and Assurance Committee has the following specific duties to:</u>

Audit and Internal Control & Assurance

4.1 Oversee the arrangements for the production of the annual accounts for the Group, including review of accounting policies and key estimates and judgements.

4.2 Approve the objectives, scope and timing of arrangements for external audit of the annual accounts and recommend the approval of the appointment of external auditors to the Group Board. This includes scrutinising the performance of the external auditors, ensuring they meet independence and ethical standards.

4.3 Scrutinise the annual external statutory audit of the annual accounts, including subsidiary accounts, and recommend approval of the financial statements and accounts to the Group

Board. This includes responses to audit management letters, reports or investigations and to monitor implementation of any follow up actions.

4.4 Ensure appropriate arrangements for internal audit for the whole business are in place including recommending approval of the appointment of internal auditors and the annual review of their performance.

4.5 Approve a rolling three-year internal audit strategy and an annual programme of internal audit across the organisation. Agree the outline scope of each audit prior to the start of the audit. Commission additional work by the internal auditors or other consultants as necessary.

4.6 Scrutinise all internal audit reports and agree any further actions to be taken and monitor implementation of recommendations to ensure that identified weaknesses in control are corrected and deadlines are met.

4.7 Scrutinise the annual Statement of Internal Controls Assurance and recommend approval to the Group Board. This includes ongoing review during the year by the Committee to gain assurance that the appropriate internal controls are in place and maintained.

4.8 Agree the arrangements for the organisational assurance framework and assessment of the operation of controls. This will include a twice-yearly review of the assessments on assurance and compliance for key business activities and other assessments as needed during the year on arrangements and controls for giving Board assurance on regulatory standards.

4.9 Receive an annual report from the Member Responsible for Complaints, to discuss any risks emerging from complaints and any recommendations for improvement in service areas which may be relevant to internal audit’s activities.

4.10 Meet with the internal and external auditors without any employees present at least annually.

4.11 Approve the Speaking Up (Whistleblowing) Policy.

4.12 Review any Homes England audit reports of the development programme and recommend sign off by the Chair of the Board.

Risk Management

4.13 Ensure Raven Housing Trust has (i) an effective and comprehensive Risk Management Policy in place which should be reviewed every two years, and any significant changes recommended for approval to the Group Board; and (ii) an effective and comprehensive assurance and compliance framework.

4.14 Ensure identification of risk across the governance structure ensuring that the Committee has a single view of the risk profile of Raven Housing Trust.

4.15 Scrutinise Raven Housing Trust’s Strategic Risk Register and subsidiary Board risk registers on a quarterly basis and undertake a thorough review annually, through the Sector Risk Profile Assessment. This includes providing assurance to the Board on risk management controls, ensuring that adequate controls and mitigations are in place, escalating any significant changes in risk profile to the Group Board or appropriate Committee.

4.16 Identify matters within the Committee's areas of responsibility that create significant financial, reputational or other risk(s) to Raven Housing Trust and refer them to the Board for inclusion on the Strategic Risk Register.

4.17 Ensure that appropriate arrangements are in place for business continuity and disaster recovery and that they are tested regularly.

Probity Matters

4.18 Approve the Anti Money Laundering Policy and Fraud and Bribery Policy and consider matters relating to gifts and hospitality referenced in the Probity Policy and Code of Conduct.

4.19 Receive reports on frauds and attempted frauds, ensuring appropriate investigation and any identified weaknesses in internal controls are addressed.

4.20 Scrutinise the system of controls in place to ensure compliance with the requirements of the Code of Conduct and to promote high standards of probity. Review, at least annually, any registers dealing with exemptions to the Code of Conduct, declarations of interest, gifts and hospitality, speaking up, frauds and losses.

Procurement

4.21 Ensure that an effective Procurement Policy is in place for Raven Housing Trust that meets legislative and value for money requirements.

4.22 Scrutinise procurement activity, including the procurement plan, on at least an annual basis. This is to ensure that compliance with procurement rules and value for money is being achieved and high standards of probity are maintained.

Insurance and Other

4.23 Review and approve Raven Housing Trust's insurance arrangements at least annually to ensure policies are in place to minimise exposure to potential losses and claims.

4.24 Review and/or approve documents in relation to risk, probity, health and safety, procurement and audit in line with agreed delegations detailed in Appendix 2.

4.25 Receive reports to establish assurance that Raven's IT infrastructure and cyber security controls are fit for purpose.

4.26 Approve the Information Governance Strategy/Framework, ensuring it complies with good practice and receive regular reports on Information Governance compliance including GDPR and cyber security.

4.27 Approve the write off of bad debts or waiver of income greater than £10,000 relating to tenant or leaseholder debt and any commercial or other income.

4.28 Approve the write-off of bad debts or waiver of income greater than £5,000 relating to employees or ex-employees.

4.29 Approve the write off or disposal of non-housing assets greater than £1m.

4.30 Review the level of arrears, debt write offs (over the limits in 4.27 and 4.28), waiver of income and write off or disposal of non-housing assets on an annual basis.

4.31 Undertake a self-assessment of the Audit, Risk and Assurance Committee performance at least annually and regularly evaluate training needs.

Reporting – To support the above Terms of Reference the Committee will receive the standard reports contained in this schedule.

Audit and Risk Committee				
Activity	Jan - Mar	Apr - Jun	Jul - Sept	Oct -Dec
Annual Accounting Policies and Impairment Review		X		
Annual External Audit Plan		X		
Annual Report, Statement of Accounts and ESG Report			X	
Annual Internal Audit Plan	X			
Internal Audit Reports	X	X	X	X
Internal Audit Recommendations Monitoring	X	X	X	X
Risk Review and Risk Register	X	X	X	X
Probity/Incidents exception reporting (whistleblowing, IG or security breaches)	X	X	X	X
Annual Fraud Assessment		X		
Fraud Action Plan		X		X
Fraud Register	X	X	X	X
Annual Assessment of Internal Controls			X	
Assurance and Compliance Assessment	X		X	
Review of Probity Registers (Gifts & Hospitality)		X		
Annual Procurement Report (verbal update in November)		X		X
Insurance Update and Renewal				X
Annual Business Continuity and Cyber Response Update		X		
Annual review of effectiveness of Internal Audit (including self-assessment)		X		
Annual review of effectiveness of External Audit (including self-assessment)				X
Information Governance Annual Update			X	
Arrears Review and Debt Write Offs		X		
Annual Committee Effectiveness Review		X		

Group Investment Committee

Role and Responsibilities:

The role of this Committee is to oversee the delivery of Development and the Homes Plan. The Committee approves higher value development schemes and scrutinises the delivery of the development programme to ensure programme targets, financial requirements and quality standards are successfully achieved. The Committee oversees the sustainability retrofit programme and has oversight of the quality of our homes including Decent Homes and the Stock Condition programme.

The Committee operates coterminous with the subsidiary boards of Raven Development Homes Limited, Raven Repairs Limited and Raven DEVCO Limited, with one member of the Committee sitting on all three subsidiary boards. The Committee will discharge its duties to these organisations in accordance with their constitutional documents and these Standing Orders, including the Financial Regulations. The following strategies set the parameters within which this Committee operates:

- Business Plan including the 30-year Asset Management Plan
- Homes Plan
- Financial Development and Commercial Appraisal Framework

Meetings	Membership	Lead Officers
At least 4 times a year **Quorum**: any three members or 50% of the total number of members, whichever is the greater including at least one Board member for each subsidiary and at least 2 non-executive Group Board members.	Up to 6 members.	Director of Homes

Other Matters:
Ad hoc meetings shall be called on at least two days' notice except where the Committee Chair in their absolute discretion considers a meeting is required at short notice.

There may also be ad hoc scheme approvals to consider as and when necessary, either by meeting or by virtual meeting, which fall outside the agreed delegated authorities for the Leadership Team.

Membership is open to all non-Executive Board members.

The Committee may include up to two co-optees.

<u>The Group Investment Committee has the following specific duties to:</u>

Homes Plan

5. Review the Homes Plan on its review cycle and recommend approval to the Group Board. Review progress against the Plan on a regular basis and not less than annually and recommend for approval to the Group Board.

Development Programme

5.1 Monitor the development programme performance on a quarterly basis against initial scheme appraisal, scheme milestones and long-term cash flow forecasts and Homes England targets. Maintain a more detailed oversight of high-risk schemes as appropriate, escalating any significant risks to the Group Board, in line with the Scheme of Delegation.

5.2 Approve all development schemes in line with the Scheme of Delegation.

5.3 Review development schemes recommending approval to the Board, in line with the Scheme of Delegation.

5.4 Review any new development scheme appraisals or changes to existing scheme appraisals that fall outside of strategy parameters, and if appropriate, recommend approval to the Group Board.

5.5 Approve any land purchase or option in line with the Scheme of Delegation.

5.6 Review land purchases or land options in line with the Scheme of Delegation, recommending approval to the Board.

5.7 Review and approve any schemes to be delivered via joint venture in line with the Scheme of Delegation and recommend to the Group Board for approval.

5.8 Receive exception reports and agree mitigation plans on any individual development schemes, where there is considered to be a significant risk and/or a forecast adverse variance of more than 2.5% of approved total scheme budget, including contingency.

5.9 Recommend mitigation plans to the Group Board on any individual development scheme, previously approved by the Board, where there is considered to be a significant risk or material issues or where there is a forecast adverse variance of more than 5% of approved total scheme budget (including contingency).

5.10 Receive feedback on Customer experience in relation to Development and Sales' activity.

5.11 Scrutinise programme funding bids, where the funder requires Board approval and recommend to Group Board for approval.

5.12 Review any joint venture partnership proposals to enable delivery of development schemes, recommending approval to the Group Board. Any material changes to approved joint ventures would also be referred to the Group Board for approval.

5.13 Review information on national, regional and local housing markets, housing needs assessments and housing policy to inform the Homes Plan.

5.14 Scrutinise the sales and marketing programme on a quarterly basis to ensure sales targets are met and to identify options to manage sales risk if under-performing against sales targets.

Other Commercial Activity

5.15 Approve new commercial projects and investments in line with the Scheme of Delegation.

5.16 Any commercial investment requiring a change in on-lend facilities to a subsidiary company will require Group Board approval, following review and recommendation from Group Investment Committee.

5.17 Review commercial projects and investments in line with the Scheme of Delegation and recommend approval to the Group Board.

5.18 All approvals or recommendations of commercial projects and investments are subject to the advice of the Leadership Team regarding resourcing and prioritisation.

5.19 Receive progress reports and agree mitigation plans on any commercial investment or project on an exception basis, where there is considered to be a significant risk and/or a forecast adverse variance in line with the Scheme of Delegation.

5.20 Report on progress and recommend mitigation plans to the Group Board on any commercial investment or project, previously approved by the Group Board, where there is considered to be a significant risk and/or a forecast adverse variance of more than 5% against approved total investment/cost.

Asset Management

5.21 Review land and property asset disposals work plan and performance against annual disposals plan and criteria plus individual asset disposals schemes and report to the Board as required.

5.22 Approve disposals of all existing land and property assets (excluding Right to Acquire, Right to Buy and Staircasing), in line with the Scheme of Delegation.

5.23 Review and recommend to the Group Board approval of the disposal of existing land and property assets in line with the Scheme of Delegation or outside of any Homes Plan parameters and where there is significant complexity and/or financial and reputational risk.

5.24 Receive annual assurance on the Asset Management Plan ahead of Board approval as part of the budget setting process.

5.25 Receive feedback on Customer experience in relation to planned works and the retrofit programme.

5.26 Receive oversight on the quality of our homes including what is our standard for a quality home, how many of our homes meet that standard, and what are we doing about the rest.

Finance and Value for Money

5.27 Monitor performance of development, commercial and retrofit projects/schemes against financial and completion targets including cashflow requirements, scheme outturn costs, profits in the context of overall liquidity and covenant compliance and to advise the Group Board of any significant risks.

5.28 Review the development appraisal assumptions on an annual basis, to ensure that appropriate financial parameters are in place to maintain the long-term financial viability of Raven Housing Trust, recommending approval to the Group Board.

5.29 Review the commercial appraisal parameters on an annual basis to ensure that appropriate financial parameters are in place to maintain the long-term financial viability of Raven Housing Trust, recommending approval to the Group Board.

Risk

5.30 Identify matters within the Committee's and each subsidiary's areas of responsibility that create significant financial, reputational or other risk(s) to Raven Housing Trust and refer them to the Board for inclusion on the Strategic Risk Register.

5.31 Monitor risk to development activity on a regular basis to ensure the continued financial viability of the development programme.

Oversight of Subsidiary Boards

5.32 Provide oversight, scrutiny of and advice to the role of the Board or Trustees for all subsidiary companies, including management companies formed from time to time for development schemes, ensuring that they fulfil all statutory and regulatory requirements as Directors or Trustees of the above companies and ensure that each company's affairs are conducted lawfully and in accordance with the NHF Code of Governance and that subsidiaries support and enhance delivery of Raven Housing Trust's mission.

5.33 Ensure that each company complies with all Raven Housing Trust policies and Raven Housing Trust's Standing Orders and Governance Framework.

5.34 Review and recommend the budgets and business plans for the subsidiary companies to the Group Board for approval.

5.35 Review and recommend approval of the annual accounts and financial statements for each company to the Group Audit, Risk and Assurance Committee, prior to submission to the Group Board for approval.

5.36 Agree the terms of intra-group loan arrangements relating to the subsidiary companies, ensuring they are in line with covenants and recommend to the Group Board for approval.

5.37 Scrutinise regular management account reports relevant to the commercial activities of the companies and review costs and spending in the light of any agreed targets and objectives.

5.38 Receive an annual report on Health and Safety relevant to the companies' operations and notification of any serious incidents, with a full report to the next available meeting.

Reporting – To support the above Terms of Reference the Committee will receive the standard reports contained in this schedule.

Group Investment Committee				
Activity	Jan – Mar	Apr - Jun	Jul - Sept	Oct - Dec
Homes Plan				X
Appraisal Criteria and hurdles				X
Development Dashboard	X	X	X	X
Asset Management	X	X	X	X
Homes Plan update	X	X	X	X
As subsidiary boards:				
Budget and Business Plan – RDHL, RRL, DevCo	X			
Management Accounts – RDHL, RRL, DevCo	X	X	X	X
Annual Accounts - RDHL, RRL, DevCo			X	
Raven Renewables Business Update				
Risk Registers – RDHL, RRL, DevCo				
Health and Safety Annual Report RDHL, RRL, DevCo			X	
Health and Safety – by exception notification of serious incident	X	X	X	X
Annual Committee Effectiveness Review		X		

Group People and Culture Committee

Role and Responsibilities:

The role of this Committee is to

- oversee the reward and remuneration of staff, the Leadership Team and Board members ensuring the approach taken is clearly aligned to Raven Housing Trust's values, strategic plan and business objectives
- ensure there are adequate skills on the Board through effective skills and succession planning
- on behalf of the Board, regularly consider the culture and behaviours that will best enable the organisation to deliver its mission and values; leading by example to promote the culture of the organisation and seeking regular assurance that its desired culture and behaviours are being enacted in practice.
- On behalf of the Board ensure that workforce policies and practices reflect its values and its commitments to equality, diversity and inclusion whilst ensuring that all members of the workforce have access to opportunities for learning and development, and that a budget is set for investing in such activity.

The following strategies set the parameters within which this Committee operates:

- Strategic Plan
- Reward Strategy
- People and Culture Plan

Meetings	**Membership**	**Lead Officer**
As and when required and at least once a year Quorum: any two members or 50% of the total number of members, whichever is the greater (excluding co-optees)	Up to 6 members including the Chair of the Group Board	Director of Resources & Deputy CE Head of People & Culture

Other Matters:

The Chair of the Group Board cannot be the Chair of the Committee

Membership is open to all non-Executive Board members.

The Committee may include up to two co-optees.

<u>The People and Culture Committee has the following specific duties to:</u>

Remuneration

6. Review and recommend to the Group Board the terms and conditions of employment for the Chief Executive and the Leadership Team not less than every three years. This must include taking external independent advice from consultants and other sources as necessary.

6.1 To review the proposal and make a recommendation for the annual pay award for staff, Leadership Team and CEO prior to approval by the Group Board.

6.2 Review reward and recognition policies and benefits for staff and make recommendations on any significant changes to the Group Board for approval.

6.3 Review the remuneration policy for Group Board and Group Committee members at least every three years, including taking independent advice, and make recommendations on the level of remuneration and other conditions to the Group Board.

6.4 Review the pension arrangements regularly, making any recommendations for change to the Group Board.

6.5 Review performance and activity on staff pension scheme annually.

6.6 Consider all cases and, if appropriate, recommend approval to the Group Board on any proposed non-contractual severance and redundancy payments on behalf of the organisation in respect of the Chief Executive and Executive Directors and in conjunction with the Code of Conduct.

6.7 Receive reports from the Chief Executive, Director of Resources & Deputy CE or Head of People & Culture on any other non-contractual severance or redundancy payments and employee related out of court settlements.

6.8 Approve and have oversight of the arrangements for the annual appraisal of the Chief Executive.

6.9 Receive assurance that appropriate arrangements are in place for continual development and performance management of all staff.

Skills, Succession and Remuneration

6.10 Approve the policy and process for recruitment, appraisal, succession and training and development of all Group Board and Group Committee members. This includes keeping an annual Skills, Succession and Recruitment Plan under review to ensure the skills and diversity required on the Board and Committees are identified and put in place.

6.11 Ensure the annual appraisal and skills assessment of Group Board and Committee members takes place including an assessment of collective Group Board and Group Committee performance.

6.12 Approve the composition of any Group Board Recruitment Panel and oversee Board and Committee member recruitment.

6.13 Obtain assurance on behalf of the Group Board that Raven Housing Trust has appropriate and effective strategies and plans relating to workforce, education, organisational development and culture, so as to enable Raven Housing Trust to meet its strategic objectives.

Risk

6.14 Identify matters within the Committee's areas of responsibility that create significant financial, reputational or other risk to Raven Housing Trust and refer them to the Board for inclusion on the Strategic Risk Register.

6.15 To ensure all of the above comply with current employment legislation including assurance that Equality Act requirements are being met.

Other

6.16 Scrutinise reports on safeguarding activities and performance on an annual basis to identify any areas of risk and agree follow up actions.

6.17 To receive updates on and agree or make recommendations to the Board on any strategic workforce changes, organisational development/design and organisational culture in support of Raven Strategic Plan.

6.18 Receive updates on Raven's delivery of commitments set out in the Equality, Diversity and Inclusion strategy.

6.19 Consider employee related performance indicators and any associated actions, risks or issues arising.

6.20 Consider feedback from staff and actions required and report to the Board on any significant issues arising or recommendations.

6.21 Ensure there are policies and procedures for staff well-being and that they are understood and being actively managed.

Reporting – To support the above Terms of Reference the Committee will receive the standard reports contained in this schedule.

Group People and Culture Committee			
Activity	May	September	December
Annual Pay Outturn report	X		
Annual Board Skills and Succession Review		X	
Annual CEO/Leadership Team Appraisals	X		
Committee Effectiveness Review	X		
People & Culture Plan		X	
Annual Pension Arrangements/Performance Review			X
Equality, Diversity and Inclusion Plan & Update		X	
Workforce Performance & Employee Engagement	X	X	X
Annual Pay Uplift Review and Recommendation			X
Safeguarding Review	X		

Leadership Team

<table>
<tr><td colspan="3">Role and Responsibilities:

The Leadership Team has overall responsibility for the operational management of Raven Housing Trust and its subsidiaries, which it delegates, as appropriate, to the Business Management Team, Senior Management Team and other staff. The Leadership Team is responsible for advising on strategy, policy and ensuring implementation of decisions made by Group Board and Group Committees. The Group Board and each Group Committee has a named lead officer who is an Executive Director.</td></tr>
<tr><td>Meetings</td><td>Membership</td><td>Lead Officer</td></tr>
<tr><td>At least monthly and include meetings as the Leadership Team, the Strategic Risk Review Group and the Strategic Change Board

Quorum: 3</td><td>Chief Executive Officer
Executive Director of Resources and Deputy CE
Executive Director of Customer Experience
Executive Director of Homes</td><td>Chief Executive Officer</td></tr>
<tr><td colspan="3">Other Matters:

The Chief Executive and Leadership Team exercise responsibility for specific areas of activity via internal boards or groups at the discretion of the Chief Executive.

The Chief Executive may vary the Directors’ responsibility and job titles with approval of the Board and may substitute Director responsibilities set out in this Standing Orders and Governance Framework for a temporary period in consultation with the Chair of the Board and notifying all Board members.</td></tr>
</table>

The Leadership Team has the following specific duties to:

Strategy, Planning and Performance

7. Make recommendations to the Group Board on Corporate Strategy and associated plans.

7.1 Deliver the Corporate Strategy and associated plans, objectives and targets as approved by the Group Board or Group Committees.

7.2 Develop a framework of policies, procedures, standards and specifications to cover all areas of the business.

7.3 Scrutinise performance against plans, targets and financial parameters across all service areas on a regular basis. Escalate any material under-performance to the relevant Group Board or Group Committee.

7.4 Fulfil the duties of the nominated person responsible for health and safety compliance and the senior person responsible for compliance with the consumer standards.

7.5 **Customer Experience**

7.6 Deliver the Customer Experience Strategy, including the review of customer feedback and complaints, to ensure that customer priorities are reflected in decision-making and plans.

Development and Commercial

7.7 Develop and implement the Homes Plan and Commercial Plan as required approved by the Group Board. Assess and approve new development and commercial opportunities, in accordance with the Scheme of Delegation and the approved Homes Plan.

7.8 The Director of Homes to make conditional offers where necessary to acquire sites prior to formal approval as required.

Finance, Assets and Value for Money

7.9 Develop the annual budget and business plan for the Group Board to approve.

7.10 Develop and implement the Homes plan covering sustainability, investment, disposals, regeneration, development and sales to deliver the Corporate Strategy

7.11 Promote value for money across Raven Housing Trust.

7.12 Approve the disposal of interests in land and buildings in accordance with the annual budget, Scheme of Delegation and any investment and regeneration strategy.

7.13 Responsible for the day-to-day security and management of all other resources and equipment.

7.14 Approve any other investments (non-Development or Commercial) in line with the Scheme of Delegation.

7.15 Initiate contract tenders, contract awards and extensions in line with the Scheme of Delegation.

7.16 Approve commercial and other non-rent fees and charges schedule on an annual basis (normally as part of the budget setting process)

Health and Safety

7.17 Develop and implement the Health and Safety Policy. Oversee the Health and Safety Policy ensuring that it is working effectively to comply with legislative and regulatory requirements in relation property, residents and staff.

7.18 Review any reports on significant health and safety incidents and their implications. Escalation of any serious issues or areas on non-compliance to the Group Board as appropriate.

Governance and Regulation

7.19 Promote high standards of probity and compliance with regulatory standards, legislative requirements and policies and procedures across Raven Housing Trust.

7.20 Ensure that Boards and Committees are fully advised of the implications of the relevant regulatory requirements and legislation.

7.21 Ensure that Boards and Committees receive appropriate and timely information including agreeing agendas and papers for meetings and that they are serviced efficiently and effectively.

Organisation

7.22 Maintain and review the organisational design and business operating model, considering the costs and benefits of alternative commercial, organisational and delivery structures. Make any recommendations for significant change to the Group Board.

7.23 Ensure that an appropriate strategy and plans are in place with respect to people and culture.

7.24 Ensure adequate staff and board member reward, development and succession planning is in place.

Audit and Risk

7.25 Ensure the organisation takes an active approach to risk management and internal control. Escalate as appropriate to the relevant Board or Committee, as set out in the Risk Management Policy.

7.26 Ensure implementation of all internal audit recommendations to agreed timescales.

7.27 The Chief Executive and Leadership Team exercises responsibility for specific areas of activity within the Scheme of Delegation via internal boards or groups at the discretion of the Chief Executive.

<u>The Group Chief Executive has the following specific duties:</u>

7.28 The Group Chief Executive is ultimately responsible for the operational management of Raven Housing Trust. They must assist the Group Board in determining its strategic objectives and ensure the achievement of such objectives through effective deployment of resources and productive relationships with external agencies.

7.29 Subject to the Standing orders and Governance Framework, and in accordance with policies and decisions made by the Board or Committees, take the action he or she considers necessary to ensure the effective management and administration of Raven Housing Trust's activities.

7.30 The Group Chief Executive is personally responsible to the Board and is also answerable for the performance of all other officers.

7.31 The Group Chief Executive is responsible for ensuring that an efficient and effective internal audit service is provided, with direct access to the Board, where appropriate.

7.32 The Group Chief Executive is responsible for the sign off and authorisation of Regulatory Returns.

7.33 The duties and responsibilities delegated by the Group Board to the Group Chief Executive under these standing orders may be further delegated to appropriate managers in accordance with a framework of delegated authority which will be agreed by the Group Chief Executive and maintained by the Group Director of Resources and Deputy CE unless the Standing Orders and Governance Framework explicitly state that a power may not be delegated further.