Self-assessment of compliance with the NHF Code of Governance 2020

Explanatory statement on structure and service provision between Midlands Rural Housing (MRH) and the Rural Housing Associations (RHAs) to assist with references made in compliance table below

Delivering a full range of services to residents and communities around housing management, maintenance and development is integral to the way the Rural Housing Association (RHA) operates and this is overseen directly by the Board. As a responsible landlord, we aim to balance the delivery of quality services to our existing customers with the provision of new homes to meet growing demand. We are a "profit for purpose" organisation; aiming to maximise the operating margin on our core social housing activities whilst maintaining customer satisfaction. Surpluses are then reinvested back into the capital reinvestment in our existing properties and the development of new homes to meet the diverse range of housing need within our geographical area of operation.

We apply a commercial approach to our decision making and our efficient operating model, which sees us procuring services from Midlands Rural Housing (MRH), helps us to focus our attention on the activities that support the achievement of our strategic objectives.

MRH was formed in 1997 and is registered under the Co-operative and Communities Benefit Act 2014 with non-charitable Rules. MRH does not, in its own right, own any homes. It assists with the provision of affordable homes in rural areas by providing a range of development and management services for the benefit of other organisations involved in meeting local housing needs in Midlands villages.

In particular, MRH is service provider, by way of formal Service Level and Procedure Agreements, to four Rural Housing Associations. These are Northamptonshire, Warwickshire, Leicestershire and Peak District. Collectively they own or manage more than 1,600 properties in villages throughout the Midlands.

In order to deliver a cost efficient and resident focused service most staff are home-based with a great deal of mobile working, particularly for those in customer facing roles. An office base is available in Leicestershire to collaborate or work alongside office-based customer care or administrative colleagues.

MRH is a subsidiary of emh group, one of the major providers of social housing in the region. MRH operates as a subsidiary to a Housing and Regeneration Registered Provider within the Group (emh homes). Under this arrangement MRH, and the RHAs, continue to secure access to services from emh in the areas of finance, ICT, human resources and corporate services support. This arrangement is defined within a formal Service Level Agreement. In turn the arrangement enables the wider Group, and emh homes, to enhance their activities from a rural perspective. The Board of Management of MRH comprises nominees from the four Rural Housing Associations, and the Group parent.

Principle 1 – Mission and Values

The board sets and actively drives the organisation's social purpose, mission and values and through these embeds within the organisation resident focus, inclusion, integrity, openness and accountability.

		Compliance	Evidence	Action required / by when / by who
1.1	**Mission**			
1.1	**The board leads the organisation in pursuit of achieving its social purpose. The board sets the organisation's mission and values, and regularly reaffirms their relevance**		**Annual review of strategic plan which includes the vision and values. The vision and values now feature in every set of board meeting papers.**	**Action**: Review annually **By**: Board **When**: 31 March 2027
1.2	**Resident Focus**			
1.2	**The needs and safety of the organisation's current and future residents and other customers are placed at the heart of the board's decision-making.**		**TSM survey results utilised.** **Customer Experience Strategy developed to enhance engagement opportunities.** **Complaints reporting (subject to recent internal audit).** **Board reporting on complaints, customer care and customer engagement.**	
1)	There are policies, frameworks and opportunities which enable, encourage and support residents and other customers to engage with, influence and contribute to strategic decision-making.		Bi-annual TSM survey. Customer Experience Strategy includes a 'menu of engagement' to offer a choice of ways to engage (online group, at home, online survey, review & feedback).	**Action:** Deliver Customer Experience Strategy & feedback on work from key themes and actions from TSM survey **By:** Managers & Board **When:** 30 November 2027

		Compliance	Evidence	Action required / by when / by who
2)	The board has access to insight into the views and needs of the organisation's residents and other customers (including insight into their concerns and complaints) and uses this to inform decisions where appropriate.		Quarterly complaints reporting to board includes lessons learnt and actions. Board paper frontis sheet includes a section that focuses on building relationships with customers and how their views have been considered. TSM results and actions reported to Board.	**Action:** Review how decisions are being informed by customers **By:** Board & Managers **When:** 31 December 2026
3)	There are policies in place which reflect that the safety of residents and other customers (as well as that of the workforce and the wider public) is an overriding priority, and the board regularly seeks assurance on their operation.		Assurance provided to board through Annual Statement of Internal Controls. ISO45001 accreditation and regular ISO45001 internal audits provides assurance on workplace H&S. H&S policy. H&S Compliance reported quarterly to Board. Annual 'People' report provides oversight of employment matters.	**Action:** Internal Controls Assurance statement; ISO45001 audit and action updates **By:** Board & Company Secretary **When:** 31 August 2027
4)	The organisation regularly reports to its residents on how its commitments to resident focus have been delivered.		Annual report to customers. Quarterly newsletters for customers and annual TSM feedback newsletter. Feedback on 'Your Ideas Matter' through newsletters and social media. Regular 'you said; we did' feedback in all of the above and via complaints reporting.	**Action:** Deliver Customer Experience Strategy and the regular reporting listed **By:** Managers & Company Secretary **When:** 31 March 2027

		Compliance	Evidence	Action required / by when / by who
1.3	**Equality, diversity and inclusion**			
1.3	**The board demonstrates a clear and active commitment to achieve equality of opportunity, diversity and inclusion in all of the organisation's activities, as well as in its own composition. It has policies and statements which meaningfully demonstrate this commitment and sets priorities and objectives for the organisation to achieve.**		**Revised EDI strategy from emh group to be reviewed for MRH/RHA.** **EDI training available for Board Members through Board Development Agency; EDI training for officers via training programme.**	
1)	The board seeks regular assurance about how these commitments and objectives are being delivered in practice, and tracks progress against the priorities it has set.		Mandatory training includes EDI training. Equality, Diversity & Inclusion Strategy and action plan to be devised by EDI sub-group.	**Action:** EDI strategy and action plan **By:** Managers **When:** 31 March 2027
2)	The organisation annually publishes information about its work to deliver these commitments and objectives, and the progress it has made.		Key EDI Strategy and actions to form part of annual report.	**Action:** EDI strategy and action plan headlines shared in annual people report **By:** Company Secretary **When:** 30 September 2027

		Compliance	Evidence	Action required / by when / by who
1.4	**Culture**			
1.4	**The board regularly considers and defines the culture and behaviours that will best enable the organisation to deliver its mission and values.**		**Review in line with Strategic Plan.** **Complaints information** **Reports to board** **Key performance indicators** **Website**	
1)	The board leads by example and promotes the culture of the organisation.		Board Member Code of Conduct Duties and responsibilities of the Board Stakeholder Engagement Plan being devised	**Action**: Produce stakeholder engagement plan **By**: Board & Managers **When**: 31 March 2027
2)	The board seeks regular assurance that its desired culture and behaviours are being enacted in practice in alignment with its mission and values.		Annual review of Strategic Plan Board paper frontis sheet includes a section that focuses on values that the agenda item paper is delivering. Feedback from MRH Board Annual 'People' report' and updates on people culture (staff) and ongoing Barrett Cultural Values work.	**Action**: Review culture and behaviours as part of Strategic Plan update **By**: Board **When**: 31 March 2027

		Compliance	Evidence	Action required / by when / by who
1.5	**Integrity**			
1.5	**The board, its members and the organisation maintain high standards of probity and conduct.**		**Existing Board Member Code of Conduct in place.**	
1)	The board adopts a formal code of conduct to which all its members adhere		Board Member Code of Conduct in place.	
2)	The board has clear policies and procedures for its members to identify, declare, record and manage any actual, potential and perceived conflicts of interest.		Code of Conduct. Rules of the Association. Annual declarations of interest.	
3)	There is a publicly available register for board and committee member declarations of interest which is reported on annually to the board.		Annual declarations of interest exercise undertaken for all board and committee members. Declarations of interest are to be made publicly available through the new website (currently under construction).	**Action**: Publication of declarations on website **By**: Directorate & Governance Secretary **When**: 31 December 2026
4)	Where there is a material conflict of interest, any individual concerned withdraws from the board's discussions and decisions on relevant matters.		Declarations of interest are a standing agenda item at all meetings. Board minutes.	
5)	In the case of a fundamental or ongoing material conflict, the board determines whether the person concerned should cease to be a board member.		Rules of the Association.	

		Compliance	Evidence	Action required / by when / by who
1.6	**Accountability**			
1.6	**The board operates openly and transparently, and demonstrates accountability to key stakeholders including residents, other customers, and partner statutory bodies.**		**Strategic Plan.** **Annual accounts.** **Annual report to customers.** **Stakeholder Engagement Plan.** **TSM results** **Customer Experience Strategy**	
1)	The board publishes information annually about the organisation's activities, performance and plans for future improvements, which is accessible to its key stakeholders and covers the matters referred to in this code.		Strategic Plan. Annual accounts. Annual report to customers. TSM results. Website.	
2)	The organisation systematically identifies and regularly communicates with its key stakeholders and receives feedback about their views. In doing so it has regard to the communication needs of the diverse groups and communities it serves.		Customer Experience Strategy. TSM survey	
3)	Opportunities and information are provided for residents and other customers independently to scrutinise the work of the organisation and to hold it to account, and the board reviews these arrangements regularly to ensure that they remain fit for purpose		Customer Experience Strategy (surveys and consultations) Annual report to customers. TSM surveys. Website. Social Media.	

		Compliance	Evidence	Action required / by when / by who
4)	The organisation publishes clear and up-to-date information about its board members, committees and governance.		Information is published on: • Annual Accounts • Website • Strategic Plan	
5)	The organisation responds in a considered, open and transparent way to requests for information about its work, activities, and decisions made by the board; where it cannot provide certain information, it gives clear reasons as to why this is the case.		To customers through the Customer Experience Strategy. To stakeholders through the Company Secretary and Communications & Engagement Manager and also operational managers.	
6)	The role of shareholders in the governance of the organisation is documented and understood.		Rules of the Association.	
7)	Organisations with open shareholding publish their policy for the admission of shareholders.	Not applicable		
1.7	**Reputation and Trust**			
1.7	**The board takes into account in its actions and decisions the importance of maintaining trust in the organisation and upholding its reputation.**		**Board reports.** **Board minutes.** **Values set out in Strategic Plan.** **Controls around reputational risks within the strategic risk and assurance map.** **Quarterly complaints reporting to Board.** **Stakeholder Engagement Plan.**	

Principle 2 – Strategy and Delivery

The board sets ambitions, plans and strategies which enable the organisation to fulfil its social purpose and remain viable and sustainable, and exercises demonstrable and effective oversight of their delivery.

		Compliance	Evidence	Action required / by when / by who
2.1	**Strategy, resources and plans**			
2.1	**The board sets the organisation's overall direction and strategy in line with its charitable, community benefit or other constitutional purposes**		**Strategic Plan.** **Rules of the Association.**	
1)	The board sets financially sustainable plans to ensure that the organisation has the resources it needs to deliver its strategy.		Annual budget setting. 5-year financial forecast. Quarterly Treasury Management updates.	
2)	The board gives specific consideration in setting such plans to value for money, financial sustainability, carbon neutrality and environmental sustainability, and social sustainability.		Target in strategic plan. VfM statement in Annual Accounts Asset Management Strategy	

2.2	**Structures**			
2.2	Organisational and governance structures support the delivery of the organisation's social purpose and strategic objectives.		Service provision KPIs to be recorded. Annual review of Strategic Plan outcomes.	**Action**: KPIs to monitor service delivery to RHA. **By**: Company Secretary **When**: 31 March 2027
1)	Structures are designed to support effective delivery and oversight of strategy, are clearly set out, and are regularly reviewed to ensure they remain fit for purpose.		SLA and procedure agreement review.	**Action**: Updated SLA and procedure agreements signed off October 2026. Review annually. **By**: Board & Company Secretary **When**: 31st October 2027
2)	The board considers regularly whether the organisation's purpose could be better achieved through changes to its group, governance or staffing structures.		Staffing structure and resources reviewed annually as part of budget setting (recent resource enhancements to provide housing management team support for customers and maintenance team support with decarbonisation).	
2.3	**Working with others**			
2.3	**Within the organisation's overall corporate strategy (or associated strategies and plans) there is consideration given to whether and how active cooperation, collaboration, joint working or formal partnership with other organisations could enable it to deliver its social purpose and strategies more effectively and economically.**		**Relationship with MRH as service provider.** **Stakeholder engagement plan.** **Development partners.** **Local Authority partnerships.**	

2.4	**The Chief Executive**			
2.4	**The organisation has a chief executive, or equivalent, with the delegated authority to oversee and manage operational delivery of the strategies set by the board.**	**Not applicable**	**See draft explanatory statement at start of document.** **Rules of the Association.** **SLA / Procedure Agreement.** **Company Secretary role and rules around potential conflicts of interest situations set out in specific schedule of SLA.**	
1)	The responsibilities of, and delegations to, the chief executive are clearly set out.	Not applicable		
2)	The chief executive has a formal contract of employment; this and the remuneration under it are reviewed regularly, with independent advice as required.	Not applicable		
3)	The chief executive's remuneration package is set at a level which is proportionate to the organisation's size, complexity, level of risk, and resources; it is also aligned with the organisation's social purpose and wider reputation.	Not applicable	.	
4)	If the chief executive's contract is to be terminated, any extra-contractual severance payments or benefits are approved by the board with the reasons, costs and any reputational risks clearly minuted.	Not applicable		
5)	There is a formal process for the chief executive's annual appraisal, overseen by the board or an appropriate committee.	Not applicable		

2.5	**Workforce**			
2.5	**The board ensures that its workforce policies and practices support the success of the organisation and reflect its values and its commitments to equality, diversity and inclusion**		**MRH undertaken Barrett Cultural Value Assessment and Talent management strategy to focus on staff.** **HR/People policies.**	**Action**: Regularly review and consult on key HR/People policies by RHA as joint employer **By**: Company Secretary **When**: 31 March 2027
1)	The board has access to insight into the views of staff, such that their opinions and needs are understood, and influence the board's decisions as appropriate.		Barrett Cultural Value survey / action plan.	
2)	The board determines a strategy for remuneration of the workforce which is aligned to the organisation's size and complexity, and to its purpose and values.		Annual budget setting.	**Action**: Review staffing budget **By**: Company Secretary **When**: 31 March 2027
3)	The board has policies on the safety and wellbeing of its workforce and reviews their effectiveness.		HR/People policies. H&S monitoring reports to Board. MRH part of emh Wellbeing steering group. MRH part of emh Strategic & Group H&S Committee. MRH part of IIP accreditation every 3 years. ISO45001 accreditation achieved in 2024 and retained in 2025 and 2026. Annual Internal controls assurance statement. Operational Risk Map.	**Action**: Regularly review and consult on key HR/People policies by RHA as joint employer **By**: Company Secretary **When**: 31 March 2027

2.6	**Performance**			
2.6	**The board has demonstrable oversight of the organisation's performance.**		**Annual financial statements.** **Quarterly Board reports and KPIs.**	
1)	The board exercises active and regular oversight of delivery of strategies and plans. This includes scrutinising key operational and financial performance information, and information concerning resident insights and satisfaction.		Board reports and minutes. Strategic Plan review. Operational and financial key performance indicators (maintenance, finance, housing management, satisfaction). Quarterly finance reports to all boards with key indicators. Board report frontispiece considers residents insight. Annual TSM report. Annual Customer Engagement report.	
2)	The board has assurance that the reports it receives provide an accurate picture of performance.		Annual statement of internal controls. Internal audits. Annual accounts.	

2.7	**Group Structure**			
2.7	**Organisations with subsidiaries ensure that these entities support and enhance delivery of the group parent's mission.**	**Not applicable**	**See explanatory statement on service provision from MRH and procurement of services from emh via MRH.**	
1)	Where the group parent is not a registered provider, formal arrangements are in place to ensure that any registered provider subsidiaries remain compliant with their own charitable or community benefit purposes, and with regulatory requirements.	Not applicable		
2)	Where a subsidiary is to be or has been established, the benefits, risks, and relationship with the parent organisation are reviewed by the board of the parent beforehand and thereafter regularly.	Not applicable		
3)	The board of a parent organisation in a group structure has the responsibility and the reserve powers to direct, and if necessary, intervene in the governance of its subsidiaries.	Not applicable		
4)	The constitutional relationship and arrangements between the parent and each subsidiary including how oversight and control will be exercised, are formally documented.	Not applicable		
5)	The board of the parent approves the group's plans and budgets and holds the board of each subsidiary accountable for the delivery of its objectives.	Not applicable		

6)	The board of the parent considers and determines whether and how this code should apply to each of its subsidiaries.	Not applicable		
7)	Where, within a group, there are people who serve on more than one board, there is guidance and documentation to set out how board members must deal with their overlapping responsibilities and any resulting conflicts of interest.	Not applicable		
8)	Where there is, within a group, a single or common board which governs more than one organisation, the organisation has documented how its meetings will be conducted, serviced and minuted.	Not applicable		
2.8	**Joint Ventures and Partnerships**			
2.8	**Organisations that set up joint ventures or partnership vehicles with external counterparties ensure that these are in support of their mission and objectives.**	**Not applicable**	**The association has not entered into any joint ventures or partnership vehicles.**	
1)	There are formal documented arrangements concerning the accountability, performance, compliance, risk management and governance of such entities.	Not applicable		
2)	The benefits and risks of such entities are reviewed annually.	Not applicable		

Principle 3 – Board Effectiveness

The organisation is led by a skilled and diverse board which regularly reviews and capably manages its own performance and effectiveness, and ensures that it complies with this code.

		Compliance Yes/No	Evidence	Action required / by when / by who
3.1	**Roles and Responsibilities**			
3.1	**The statutory and governance roles and responsibilities of the board, of its individual members, office holders and of others who work to the board are clearly set out.**		**Rules of the Association.** **SLA / Procedure Agreement.**	**Action**: Updated SLA and procedure agreements signed off October 2026. Review annually. **By**: Board & Company Secretary **When**: 31st October 2027
1)	The board elects or appoints a chair with appropriate skills to be responsible for leading the board and ensuring its effectiveness.		Role profile for Chair. Rules of the Association.	**Action**: Review role profile for Chair every 2 years **By**: Chair & Company Secretary **When**: 31 August 2028
2)	The chair of the board does not chair and is not a member of the committee responsible for audit, nor does the chair of the board chair the committee responsible for remuneration	Not applicable		
3)	Where there are executive board members, the board formally records and publishes policies about the role they play on the board and committees and makes clear those matters for which they must	Not applicable		

		Compliance Yes/No	Evidence	Action required / by when / by who
	leave the meeting, or not participate in debate or decision making.			
4)	The roles of chair of the board and standing committees (and those of vice chair or senior independent director as applicable) are not held by an executive.	Not applicable		
5)	Executives are not members of the committees responsible for nominations, remuneration or audit.	Not applicable		
6)	There is a clear, documented framework setting out delegations to staff, committees and subsidiaries.		SLA and procedure agreements. Delegated authority schedule.	**Action**: Updated SLA and procedure agreements signed off October 2026. Review annually. **By**: Board & Company Secretary **When**: 31st October 2027
3.2	**Functions of The Board**			
3.2	**There is a record of the essential functions and other matters which are reserved for board decision and cannot be delegated. In addition to matters set out in law, statute, regulations and in the organisation's constitution these include as a minimum:**		**Rules of the Association.** **Terms of reference.**	
1)	Setting and ensuring compliance with the values, vision, mission and strategic		Annual accounts Strategic Plan	

		Compliance Yes/No	Evidence	Action required / by when / by who
	objectives of the organisation, ensuring its long-term success.			
2)	Establishing a culture that is positive, focused on the needs of current and future residents, other customers and other key stakeholders, and embeds equality, diversity and inclusion in the organisation		Strategic Plan (Values reviewed within).	
3)	Ensuring the organisation operates effectively, efficiently and economically.		Strategic Plan. Annual accounts. Quarterly board reports. Benchmarking of performance.	
4)	Providing oversight, support, direction and constructive challenge to the organisation's chief executive and other executives.		Board members code of conduct. Minutes.	
5)	Appointing and, if necessary, dismissing the chief executive.		SLA exercised through relationship with MRH	
6)	Satisfying itself as to the integrity of financial information, and setting and approving each year's budget, business plan and annual accounts prior to publication.		Annual budget setting. Five year financial plan. Annual accounts and financial statement.	
7)	Establishing, overseeing and regularly reviewing a framework of delegations to committees and staff.		Annual review of scheme of delegation.	

		Compliance Yes/No	Evidence	Action required / by when / by who
8)	Establishing and overseeing control and risk management frameworks in order to safeguard the assets, compliance and reputation of the organisation.		Annual review of risks. Regular review of key operational risks at Board.	
9)	Holding to account the organisation's subsidiary boards, committees and senior staff for the exercise of any powers delegated to them.		Board members code of conduct. Minutes.	
3.3	**Board Composition**			
3.3	**Board members have the attributes and time needed to govern effectively, and each member exercises independent judgement in doing so.**		**Board member appraisals.** **Skills & Experience audit.**	
1)	The organisation determines, documents and regularly reviews the board composition best suited to its needs; in the case of a group subsidiary, this may be a matter for the group parent.		Board member appraisals. Skills & Experience audit.	
2)	The board has between five and 12 members, including any co-optees and executive members.		Rules of the Association.	
3)	Executive board members, if appointed, are in a minority on the board and in the quorum for a board meeting.	Not applicable		

		Compliance Yes/No	Evidence	Action required / by when / by who
4)	There is a dedicated senior board member (normally a vice-chair or senior independent director) with duties that include appraisal of the chair and assisting the chair to ensure the effectiveness of the board.		Board member appraisals. Appraisal of Chair.	**Action**: Review board member appraisal / 360 degree feedback and timetable **By**: Chair and Vice Chair **When**: 31 January 2027
3.4	**Board election, selection and appointment**			
3.4	**The board has a diverse membership with the collective skills and attributes needed to govern effectively.**		**Board member appraisals.** **Skills & experience audit.** **Board member recruitment drives.** **Succession plan.**	
1)	The board understands, states and regularly reviews the collective skills and attributes it requires to be effective.		Board member appraisals. Skills & experience audit.	
2)	Prospective board and committee members undergo an open and merit-based assessment process to establish their suitability. Where the organisation's constitution provides for one or more board members to be nominated by an external body, or directly elected, the organisation ensures that those coming forward have the necessary attributes and qualities, and that they are aware of the responsibilities of the role, including those of exercising independent judgement.		Recent board member recruitment drives – skills based and full recruitment process.	

		Compliance Yes/No	Evidence	Action required / by when / by who
3)	The membership of board and committees comprises people with diverse backgrounds and attributes, having regard to the diversity of the communities the organisation serves and in line with the organisation's stated commitments to equality, diversity and inclusion.		Board member appraisals. Skills & experience audit. Recent board member recruitment drives included exploration of EDI gaps.	
4)	People with direct lived experience of (or particular insight into) the communities served by the organisation are meaningfully engaged in governance structures.		Customer Involvement Strategy. TSM survey.	
5)	Shareholders who are not board members are supported and informed to play their proper constitutional role in the organisation's governance and in particular in the election of board members	Not applicable		
6)	The organisation annually publishes information about the appointment of new board members, and about the diversity, skills and attributes of all the board members.		Website biographies. Web and social media stories on new members.	**Action:** Update information on website to include skills **By**: Chair and Vice Chair **When**: 31 December 2026

		Compliance Yes/No	Evidence	Action required / by when / by who
3.5	**Committees**			
3.5	Committees are established where the board determines that they will enable it to exercise more effective scrutiny, control or oversight of particular areas of the organisation's activity.	Not applicable		
1)	Each committee has formally recorded terms of reference approved by the board and reports regularly to the board on its work and the exercise of any delegated authority.	Not applicable		
2)	The membership of committees is determined on the basis of the skills, attributes and diverse characteristics which the board determines are appropriate.	Not applicable		
3.6	**Board Renumeration**			
3.6	**Organisations paying non-executive board members have an objective mechanism for setting payment levels. This will normally be the responsibility of a committee responsible for remuneration, using independent advice. Such payment is:**	**Not applicable**		
1)	Permitted by law and by the organisation's own constitution.	Not applicable		

		Compliance Yes/No	Evidence	Action required / by when / by who
2)	Agreed by the board as being in the best interests of the organisation.	Not applicable		
3)	Aligned with the organisation's social purpose and wider reputation	Not applicable		
4)	Proportionate to the organisation's size, complexity, level of risk and resources.	Not applicable		
5)	Linked to the role's responsibilities, against which performance is reviewed.	Not applicable		
6)	Regularly reviewed, drawing on external advice as necessary.	Not applicable		
7)	Disclosed in the organisation's annual financial statements	Not applicable		
3.7	**Tenure and Renewal**			
3.7	**Tenure for nonexecutive board members (and independent committee members) complies with the organisation's constitution and is managed so as to enable the organisation to achieve an appropriately skilled, diverse and independent board membership.**		**Rules of the Association.**	

		Compliance Yes/No	Evidence	Action required / by when / by who
1)	The board has a strategy for its own renewal which is based on an agreed statement of the skills, qualifications, diversity and other attributes required.		Board Membership, Recruitment and Succession Plan.	**Action**: Board membership, recruitment and succession plan updated 2026 **By**: Board and Company Secretary **When**: 31 January 2027
2)	Where a member is at the end of a term of office and is eligible for reappointment, this is subject to considering the member's performance and skills, and the needs of the board.		Rules of the Association. Minutes. Board appraisals.	
3)	Maximum tenure will normally be up to six consecutive years (typically comprising two terms of office), but where a member has served six years, and the board agrees that it is in the organisation's best interests, their tenure may be extended up to a maximum of nine years.		Rules of the Association. Minutes of re-elections agenda item. Board appraisals.	**Action**: Policy / statement as to why 9 years may be applicable to be explored (already minuted in board re-elections) **By**: Board and Company Secretary **When**: 31 December 2026
4)	A member who has left the board is not re-appointed for at least three years.		Rules of the Association.	
5)	These provisions concerning tenure apply to office held across all of the organisation's boards and committees, and those of predecessor organisations, including service as a co-optee.		Rules of the Association.	

3.8	**Conduct of Business**			
3.8	**The board and its committees conduct their business efficiently, and on the basis of an appropriate level and quality of information.**		**Rules of the Association.** **Board member appraisals.**	
1)	The board has appointed (and is responsible for the removal of) a company secretary who is accessible to all board and committee members and accountable to the board for advising on governance matters.		Rules of the Association. Company Secretary in place.	
2)	Board and committee meetings are quorate.		Minutes. All board meetings in the last year were quorate.	
3)	Scheduled board and committee meetings are based on agendas and documents circulated well in advance. Decisions and the main reasons for them are recorded in the minutes.		All papers are provided 7 days in advance of the meeting. Decisions documented and minutes approved. Further actions clearly recorded, and follow-up documented.	
4)	Urgent decisions between board meetings are taken in accordance with predetermined and formally recorded arrangements.		Set out within the rules and minuted at Board meetings.	
5)	Meetings are fully inclusive and accessible, with adjustments made as necessary so that all members are able to attend and participate.		Suitable venue for Board meetings with option for online dial in certain circumstances.	
6)	Where meetings are conducted remotely, arrangements are made, and support provided so that all members can fully participate and contribute.		All Board meetings are also available via Microsoft Teams which include sound and vision as well as chat, captions, recording and translation capabilities.	

7)	There is a policy and procedure setting out how disputes and grievances involving members of the board can be raised, and how they are responded to.		Rules of the Association. Board Member Code of Conduct.	
3.9	**Board Performance, Review and Learning**			
3.9	**The board reviews and seeks to improve its performance.**		**Board member appraisals.** **Rules of the Association.**	
1)	All boards and committees consider their effectiveness annually and assess how they conduct their business, including their:			
a)	Composition, skills, experience and diversity.		Board member appraisals. Skills & experience audit.	
b)	Effectiveness in role-modelling the desired culture, values and behaviours of the organisation.		Board member appraisals. Skills & experience audit.	
c)	Governing instruments, delegations, regulations, standing orders, structures, systems and other formal documentation as referred to in this code.		Board member appraisals. Skills & experience audit.	
d)	Timing and frequency of meetings.		Board member appraisals. Annual review of meeting schedule.	
e)	Format of agendas, quality and scope of papers, minutes and communications.		Board member appraisals. Annual review of meeting schedule.	
f)	Effectiveness of decision-making, including how the views and needs of key		Board member appraisals. Minutes.	

	stakeholders, including residents and other customers, have informed decisions.		Board paper frontis sheet includes a section that focuses on building relationships with customers and how their views have been considered.	
g)	Compliance with this code and legal duties.		Code of Governance Compliance self assessment. Internal controls assurance.	
2)	These matters are regularly and formally reviewed.		Annual Code of Governance Compliance self assessment. Annual internal controls assurance.	
3)	All new board and committee members receive a full induction.		Induction documentation and programme updated 2026. Induction with staff and operations updated.	**Action**: Induction with staff and operations formalised **in** 2026. Feedback due end of 2026. **By**: Company Secretary and operational managers **When**: 31 December 2026
4)	All members have an agreed programme of ongoing learning and development opportunities. This includes addressing any needs identified through the appraisal process.		Annual identification through annual appraisals Skills & Experience Audit. Annual board learning and development calendar. Access to Board Development Agency training sessions and webinars. Emh Lunch & Learn sessions available for RHA Board members.	**Action**: Learning and development plan for Board members using Board Development Agency and others **By**: Company Secretary **When**: 31 December 2026

3.10	**Member Appraisal**			
3.10	**A full, rigorous and documented appraisal process for the individual members of the board and its committees, including the chairs, is carried out at least every two years.**		**Board member appraisals.** **Skills and Experience audit.**	
1)	The appraisal of the board's chair is led by a senior board member, informed by the views of all board members.		Appraisal of Chair.	**Action**: Review board member appraisal / 360 degree feedback and timetable **By**: Chair and Vice Chair **When**: 31 March 2027
2)	There is an appropriate process for responding to under-performance by individual board members, and to any conduct which may breach policies or codes		Rules of the Association. Board Member Code of Conduct.	
3.11	**Compliance with This Code**			
3.11	**A compliance statement is published with the annual report, with an explanation given for any non-compliance.**		**Annual Accounts and financial statements.**	
1)	Where the formal constitution of an organisation conflicts with the code, the constitution takes precedence.	Not applicable		
2)	Where a statement of non-compliance is needed it sets out:	Not applicable		

2)a)	The reasons for non-compliance, and an explanation of how the relevant principle in this code is being upheld.	Not applicable		
2)b)	Summary plans for the achievement of compliance, if applicable.	Not applicable		
3)	Where an organisation has subsidiaries, which have not adopted this code, the reasons for this are given	Not applicable		
4)	All policies, documents and statements referred to in this code are formally recorded as appropriate and are regularly reviewed.		Policy library (updated via Capsticks governance membership). Schedule of policy and document review. Main policies on website.	**Action**: Update plan for review and consultation of key policies. **By**: Company Secretary **When**: 31 January 2027

Principle 4 – Control and Assurance

The board actively manages the risks faced by the organisation, and obtains robust assurance that controls are effective, that plans and compliance obligations are being delivered, and that the organisation is financially viable.

		Compliance Yes/No	Evidence	Action required / by when / by who
4.1	**Audit**			
4.1	The board has formal and transparent arrangements ensuring that the organisation is financially viable and maintains both a sound system of internal audit and controls and an appropriate relationship with its external auditors.		Annual audited financial statements. Internal Controls Assurance statement.	
1)	The board can have confidence in the information it receives and there are robust internal controls and systems for business and control assurance in place which are reviewed annually.		Annual Internal Controls Assurance Statement. Internal audit programme.	
2)	There is a committee primarily responsible for audit, and there are arrangements for effective internal control assurance and audit functions.	Not applicable		
3)	The organisation's external auditors are independent and effective, and their appointment is reviewed at least every six years.		The group's external auditors (BDO) are independent and are reviewed every 4 years (next due in 2028).	

		Compliance Yes/No	Evidence	Action required / by when / by who
4.2	**Audit Committee**			
4.2	A committee exercises independent scrutiny and challenge to provide the board with assurance.		The association does not have an audit committee so the board takes full responsibility for all issues relating to risk including evaluation of risk and scrutiny of controls and assurance. RHA operational and specific risk maps.	
1)	The committee responsible for audit meets regularly and its minutes are available to the board.	Not applicable		
2)	The committee exercises oversight of the internal and external audit functions.	Not applicable		
3)	The committee annually meets with the external auditors with only non-executives present.	Not applicable		
4)	The chair of the committee is a member of the board and regularly reports to it.	Not applicable		
5)	The membership of the committee includes at least one person with recent and relevant financial experience, proportionate to the size and complexity of the organisation.	Not applicable		

		Compliance Yes/No	Evidence	Action required / by when / by who
4.3	**Risk**			
4.3	The board retains ultimate responsibility for risk management and ensures that appropriate risk management arrangements are in place		RHA operational and specific risk maps.	
1)	The board may delegate the detailed scrutiny and evaluation of risk to a committee.		RHA operational and specific risk maps.	
2)	The board has a suitable risk management framework in place; it understands the organisation's risk profile and the effectiveness of key controls.		Risk map.	
3)	The board establishes and documents its appetite for the risks the organisation faces in pursuit of its strategy.		Risk appetite exercise.	**Action**: Carry out risk appetite exercise **By**: Company Secretary **When**: 31 March 2027
4)	The board ensures that the organisation is resilient to the risks it may face, with appropriate mitigations and a suitably comprehensive, tested and up-to-date business continuity plan.		Business Continuity Plan.	**Action**: Business continuity plan review **By**: Company Secretary / Customer & Business Support Manager **When**: 31 March 2027
5)	The board includes members with skills and experience appropriate to the level and type of risks faced by the organisation.		Skills and experience audit. Board member appraisals.	

		Compliance Yes/No	Evidence	Action required / by when / by who
6)	The board regularly reviews the risks the organisation faces and how they are being managed; this includes the risks associated with activities carried out by subsidiaries or partnership vehicles.		RHA operational and specific risk maps.	
7)	The board regularly participates in stress-testing its plans, to identify the risks (or combination of risks) that may pose a material threat to the viability of the business and ensure that appropriate mitigations are in place.		Stress testing of financial plans.	
8)	The organisation's annual report includes a statement about the risk management work of the board, including its understanding of principal and emerging risks and how these are being managed or mitigated.		Annual accounts and financial statements.	
4.4	**Compliance**			
4.4	In line with its mission and values, the board retains ultimate responsibility for the organisation's compliance with all legal, statutory, regulatory and constitutional requirements.		Internal Controls Assurance statements. Frontispiece to board reports links to risks, regulation and compliance.	
1)	The board has a robust internal control framework and has regular assurance about the effectiveness of key controls including controls to ensure compliance.		Internal Controls Assurance statements. Frontispiece to board reports links to risks, regulation and compliance.	

		Compliance Yes/No	Evidence	Action required / by when / by who
2)	The board has regular assurance about compliance, including those requirements relating to the health and safety of residents, other customers and employees, and to safeguarding.		Internal Controls Assurance statements. Frontispiece to board reports links to risks, regulation and compliance. Quarterly H&S reports. Quarterly safeguarding reports to Board. Annual People report. ISO450001 accreditation (achieved in 2024, maintained in 2025 and 2026).	
3)	The board publishes an annual statement setting out its approach to compliance and internal control.		Publication of annual statement within financial statements approved by the Board.	
4.5	**Whistleblowing and confidential concerns**			
4.5	There are clear and well-publicised arrangements for members of staff and others associated with the organisation to raise confidential concerns with a designated nonexecutive member of the board (other than the chair), where these are serious concerns and cannot appropriately be raised through the usual channels, and for these to be dealt with through proportionate and independent investigation as necessary.		Whistleblowing Policy Whistleblowing is mandatory training for all staff.	
1)	The board ensures that appropriate whistleblowing policies and procedures are in place.		As above.	

		Compliance Yes/No	Evidence	Action required / by when / by who
2)	The board (or an appropriate committee) regularly receives an account of matters raised under these policies, and actions taken in response	Not applicable		
3)	If a board member has concerns about the board or the organisation that cannot be resolved, these concerns are shared with the board and formally recorded.			

	Substantial compliance - High levels of compliance achieved
	Reasonable compliance – Compliance achieved. Further continuous improvements identified
	Partial compliance – Actions identified to meet compliance
	Non-compliance – New requirements or significant action identified to meet compliance