ONGO HOMES LTD
(FCA Mutuals Registration No 7639) (the Association)

Held at 1.30pm 26th November 2025
Board Room, Ongo House, High Street, Scunthorpe, DN15 6AT and via MS Teams

MINUTES

Present:
Board: Des Hudson (Chair), Steve Hepworth, Matt Sugden, Natalie Cresswell, Nicola Haywood-Cleverly (Teams), Tracy O'Neill (Teams), Judith Tomlinson, Gerraint Oakley (Teams), Rachel Cook,
Officers: Ashley Harrison, Jo Sugden, Kevin Hornsby, Steve Ellard, Louise Usher, Erica Sanderson, Gemma Willey, Bev Lewis (Minutes)
Apologies: John Wright, Paul Warburton, Mike Finister-Smith, Kacper Merta
Absence: None
Also Present: Charmaine Mande (Board Trainee)
Observers: Marianne Sonksen (Teams)

Time meeting opened: 1.31pm

Quorum and attendance: It was reported that proper notice of the Meeting had been given in accordance with the Rules of Ongo Homes. A quorum being present, the Chair declared the meeting open.

Declarations of Interest: No declarations were made.

1. Agenda item 3: Minutes of Previous Meetings and Matters Arising
Minutes of the open meeting held on 10th September 2025 were agreed to be a true record.

2. Agenda item 4: Action List
Updates on the action list were noted as per information within the meeting pack. Board noted the updates and there were no further comments made.

3. Agenda item 5: Confidential

See Confidential minutes

4. Agenda Item 6: Chief Executive's Update and Board Discussion

The Chief Executive provided a political and sector update, mentioning upcoming discussions about the Homes England Prospectus and potential longer-term funding strategies. The board discussed a potential secondary property transaction involving up to 168 properties from Places for People, with consensus to authorize the senior team to explore this opportunity further and report back with formal proposals. There was also mention of the Affordable Homes Guarantee Scheme loan and ongoing legal discussions to refine loan conditions to better support disposal programs without undue restrictions. Ashley clarified the funding link, all engagement interviews are complete and necessary information gathered. Stock disposal restrictions may affect the plan, but Will Roberts is seeking a redraft and we're willing to offer extra security if needed. Final paperwork should reach the credit committee in early December.

Agreed: Board:
- Board noted the updates from the Chief Executive and Senior Leadership Team.
- Board agreed to authorise the Senior Leadership Team to explore the opportunity involving up to 168 properties.
- Board expressed interest in the strategic directions of the Homes England prospectus and mayoral initiatives, highlighting the importance of aligning these with the organisation's 10-year development program.

5. Agenda Item 7: Operational Performance Report

Steve Ellard presented the report. The Board noted positive trends, particularly in digitally collected customer satisfaction metrics. It was acknowledged that digital surveys might exclude a small number of tenants; however, additional telephone and postal surveys ensure inclusivity. Members agreed that the focus should remain on improving outcomes rather than debating data collection methods.

Performance in repairs and maintenance showed significant progress, with work-in-progress levels reducing and nearing target. Since the implementation of legislative requirements on 27 October 2025, all emergency damp and mould cases were responded to within 24 hours, and 94.3% of other relevant inspections were completed within ten working days. Written summaries were issued to residents within three working days of inspection. The Board welcomed this as a positive start and requested continued updates, including analysis of repeat cases and risk ratings, to be included in future health and safety reports. Recognition was requested for staff contributing to these improvements.

Discussion points/questions:
- The Board discussed concerns regarding complaint classification and potential underreporting, noting that some issues may be logged as service requests or expressions of dissatisfaction.
- Although the complaints dashboard indicator appeared red, the reduction in complaints was considered a positive reflection of improved learning and preventative measures.
- It was agreed to establish a quarterly complaint learning focus and to continue monitoring reporting trends and maturity.

- Members highlighted the positive impact of the new neighbourhood model in improving safety and responsiveness and agreed that benefits should be clearly communicated to residents via the Communities Board.
- Assurance was received that digital exclusion is minimal, with a review undertaken alongside Customer Voice and CFC confirming that fewer than 10% of tenants lack digital access.
- Performance in void and re-let times showed a slight dip due to prioritisation of repairs and implementation of the new delivery model; the organisation remains within the medium quartile and continues toward target.
- The following actions were agreed:
    - Continue regular updates on repairs performance.
    - Include repeat case analysis in health and safety reports.
    - Establish a quarterly complaints learning focus.
    - Maintain monitoring of complaint reporting maturity.
    - Pass on recognition to staff for improved performance.
    - Provide future operational reports with greater consistency, including circulation outside formal meetings where appropriate.

Agreed:

- Members discussed the current position on operational performance, noting the exception reports for indicators that remained outside target and acknowledging the improvement trends across key areas.
- The Board reviewed and were satisfied with progress made in reducing outstanding repairs volumes, recognising that work-in-progress levels are now nearing target.
- It was agreed that no additional measures are required at this stage, though continued monitoring will remain in place to ensure sustained improvement.
- Members emphasised the importance of maintaining visibility on performance through ongoing reporting and regular updates to the Board.

ACTION: 16/25 Future reports to repeat case analysis in health and safety reports

ACTION: 17/25 Establish a quarterly complaints learning panel

6. Agenda item 8: Financial Report

Ashley presented the report which was taken as read, The board was informed of two key matters. First, it was noted that the recommended reduction in funding from homes to communities for the final quarter would align with prior additional allocations, which remain in reserves; Communities are expected to remain unaffected, while Homes will benefit. Second, the Board was advised that one performance metric appears negative (red) due to September inflation rates; however, as the current rate exceeds previous projections, this offers potential flexibility regarding future rent setting. The floor was then opened for Board Member discussion.

Discussion points/questions:

- A member queried the potential impact of tenant refusals on operational performance and reporting.
- It was clarified that tenant refusals do not affect the reporting of stock condition or decent homes performance, as such cases are excluded from the metrics and properties are still considered compliant.
- Members noted that repeated refusals may lead to a gradual decline in actual property condition where planned improvements, such as kitchen or bathroom replacements, cannot be completed.
- The Board acknowledged that gaining access without tenant consent is legally challenging unless safety concerns are present, limiting the organisation's ability to proceed with non-essential component replacements.
- It was confirmed that tenant refusals do not have a material impact on reported performance figures.
- The CEO advised that year-end performance targets remain on schedule but highlighted potential increases in maintenance costs due to unpaid invoices carried over from previous months.
- Ongoing budget submissions are being prepared to secure additional funding to manage these pressures.
- Proposals outlining various financial options and their potential effects on profit margins will be presented to the Board in January for consideration.

Agreed:

- The Board reviewed and approved the management accounts for Ongo Homes (entity and group) for September 2025, noting the contents of the report and accompanying information.
- Members noted the red status of one financial golden rule and two business plan stress test indicators for Ongo Homes.
- The Board approved the proposed reduction in funding from Ongo Homes to Ongo Communities for the final quarter of 2025–26.

7. <u>Agenda Item 9: Customer Data Report</u>

Kevin provided a comprehensive report to the Board concerning the organisation's management and utilisation of customer data. He highlighted a significant recent incident involving a data breach that occurred following the conclusion of a joint tenancy, which resulted in the unintentional disclosure of a forwarding address. Kevin outlined the issues that contributed to the breach, including the absence of appropriate flagging and checks within the tenancy termination process. He detailed the steps undertaken in response, which included issuing a formal apology and compensation to the affected customer, escalating the matter internally, and reporting the incident to both the Information Commissioner's Office (ICO) and the regulator. A full review of the incident was completed, and process improvements have been initiated to prevent recurrence.

In addition, Board were updated on the progress of early-stage pilots utilising Artificial Intelligence (AI), noting that these initiatives are currently in their initial phases of development. The Board engaged in a substantive discussion regarding the establishment of robust data guardrails, appropriate protocols for data sharing, and the need to maintain ongoing assurance measures. The Board emphasised the importance of sustained and transparent reporting on data quality and usage, underscoring the necessity for continuous improvements to ensure the integrity and security of organisational data moving forward.

Discussion points/queries

- The Board noted the current position regarding data and endorsed the ongoing delivery of the KIDM project plan.
- It was agreed that bespoke reporting on data usage and its impact on service delivery would continue for a defined period, with reporting frequency to be confirmed in consultation with the Customer Focus Committee (CFC).

Agreed:

- The Board agreed to establish, alongside CFC, a timetable for embedding data reporting within the standard reporting pack.
- Actions were identified to triangulate data sources, demonstrate service improvements, and develop proposals to strengthen data accuracy, internal validation, and external assurance, including consideration of an annual Resident Impact Report.
- Continuous feedback will be sought on the dashboard's presentation, accessibility, and usability to ensure maximum effectiveness.
- Future bespoke reports will include a dedicated section on data quality and staff data literacy.
- An interim internal audit on data accuracy will be undertaken, with findings to be reported back to the Board.

ACTION 18/25: Kevin and Matt to consult with Customer Focus Committee on the frequency of reporting and timetable for embedding this into standard reporting.

ACTION 19/25: Kevin to consider data accuracy and internal validation in a resident impact report and report back to board at a future date along with findings from interim audit.

8. <u>Agenda Item 10: Strategic Development Report</u>

Steve Ellard presented the revised Strategic Development Plan to the Board. Gerraint, in his capacity as Chair of the Developments Board, provided assurance to the Board that the Developments Board had thoroughly reviewed, consulted on, and approved the plan. The Board noted that the updated Strategic Development Plan has been further refined to align with the Corporate Plan, current government policy direction, and to support enhanced operational efficiency. With the Developments Board's recommendation and confirmation of consultation, the Board unanimously endorsed the Strategic Development Plan.

Agreed:

- The Board approved the Strategic Development Plan in line with the Strategy Development Framework

9. Agenda Item 11: Valuation and Impairment Report

Ashley presented the stock valuation and impairment report to the Board. The report highlighted a sector-wide downward trend in stock valuations and emphasised the importance of precise lender covenant wording. It was confirmed that these measures ensured the maintenance of funding security. The Board was advised that there was no requirement for an impairment charge at this time. Ashley provided clarification on the reasons for doing an impairment review and the justifications for not doing a detailed review.

Agreed:

- The Board considered the stock valuation report from JLL for assets valued as at 31 March 2025 and confirmed satisfaction with the valuation process and outcomes.
- The Board reviewed and accepted the impairment judgement presented for assets valued as at 31 March 2025.

10. Agenda Item 12: Corporate Plan Update

Erica Sanderson presented the report which was taken at read and clarified for board members that 1.3 should not have been included in this report.

The report covers April to September performance against the annual plan to the corporate plan in terms of the targets and the Y2 Annual Plan the supports us towards achieving our corporate objectives.

Discussion points/questions:

- The Board discussed the TSM performance report and noted that, while it effectively presents key strategic indicators, it does not clearly demonstrate progress against the plan or show alignment with the three corporate priority areas.
- Members observed that performance in some areas appeared to have gone backwards and requested a clearer 12-month activity plan outlining the actions that will drive indicators in the right direction and enable progress tracking.
- Requests were made for additional information on mitigating actions, assurance measures, and how these link to overall risk management.
- It was confirmed by Steve and Jo that such discussions take place within the Leadership Team, which reviews performance quarterly. An update from this review will be provided at the next meeting.
- Members noted inconsistencies between TSM scores and actual performance outcomes, giving the example of improved repairs performance not reflected by a comparable improvement in TSM scores which they noted makes this difficult to measure accurately.
- The Board suggested the development of individual dashboards with supporting storyboards to provide more detailed insights into specific measures requiring deeper analysis.

Agreed:

- Board members reviewed and challenged the information presented, noting progress made against the year two targets and annual plan projects during the first six months of 2025–26.

- Board considered and approved the proposed additional success measures for the Corporate Plan, following the request for review and inclusion raised at the Board Strategy Day.
- Board requested additional layers of detail to be brought quarterly for further assurance

ACTION 20/25: Leadership Team to bring a Quarterly report to Jan Board with further detail and assurance against the Corporate Objectives.

11. Agenda item 13– Heath, Safety & Wellbeing

Louise presented the report which was taken as read. Louise noted that the new board report template was trialled on this item and requested feedback from members – this provides more assurance for board members and presents a strengthened impact table. Louise passed to members for comment.

Discussion points/queries:

- It was agreed that the Customer Voice section should be repositioned earlier in the report, becoming the first impact area addressed.
- A Board member raised concern regarding electrical testing, noting that one certificate had expired over two years ago and requested clarification on the remaining eleven cases. An update with full context and responses will be circulated via Convene.
- Questions were raised about mental health trends and their potential contribution to staff absence rates. Jo confirmed that there is currently a peak in related cases and undertook to review whether this represents an emerging trend or a temporary fluctuation, with findings to be shared via Convene.
- Members expressed support for the new report format, noting that they found it useful but requested additional detail within future versions to minimise follow-up queries. An update will be provided to address the questions raised.

Agreed:

The Board considered and endorsed the revised report format and the additional information proposed for inclusion in future reports.

- Board members confirmed they were satisfied with the management of Health, Safety, and Wellbeing arrangements as outlined in the report.

ACTION 21/25: Further detail concerning the queries raised within the report to be circulated via Convene.

15. Agenda item 14 – Governance Update

Gemma presented the report, which was taken as read. She highlighted the new Companies House ID verification requirements, reminding Board members of their fiduciary responsibilities to complete the verification in order for Ongo to meet filing deadlines. Thanks were extended to the Development Board members, all of whom had already completed the requirements ahead of the upcoming Confirmation Statement deadline.

The FCA Mutual Society Return was included within the meeting pack for information and noted by the Board.

Louise presented the proposed amendments to the Terms of Reference to broaden the remit of the Development Board to include responsibility for Asset Management. Development Board members confirmed that they had been consulted and had requested the inclusion of this responsibility due to the clear correlation with their existing remit.

Steve Ellard advised that from a regulatory perspective, asset management oversight should encompass aspects such as capital investment, approval of the Capital Investment Programme, and any proposed amendments.

Discussion points/questions:

- Members discussed the benefits of incorporating asset management into the Development Board’s remit and the skills required to support effective oversight.
- It was agreed that the Governance Team would review the skills matrix to identify suitable individuals within the existing governance structure to contribute in the short term.
- The Board noted the FCA update and the previously reported Data Breach update.
- Matt Sugden reported that sector feedback indicates a levelling out of operational costs, which is seen as a positive industry development.
- The Chair emphasised the importance of Board member attendance at customer and community events, with an expectation that each member participates in at least one event annually.
- The Governance Team will compile and publish a calendar of events sufficiently in advance to facilitate planning and attendance.
- The Chair raised concern that some Board members are not regularly accessing or responding to their Ongo email accounts, which are the official channel for all governance communications, meeting papers, and urgent updates. The Chair emphasised that consistent use of Ongo email is essential for maintaining effective information flow, timely decision-making, and compliance with governance standards.
- It was reiterated that all Board members are expected to check their Ongo email accounts frequently and respond promptly to correspondence relating to Board business.
- The Chair, with input from Ashley will issue a formal communication to all members outlining clear expectations for email use, including the requirement to maintain regular access and ensure accounts remain active.
- Members were reminded of the available feature to have an alert go to their personal/work email, if this is found not to be working they must contact the Governance Team.

Agreed:

- The Board noted the updates provided regarding the FCA Annual Return.
- The Board noted the update on Companies House ID Verification requirements.
- The Board considered and approved the proposal to amend the Terms of Reference for the Development Committee to include responsibility for discussing and making recommendations to the Homes Board on Asset Management matters.
- The Board discussed the recent serious Data Protection Breach and agreed to receive progress updates outside the normal meeting cycle.

- Members reviewed and commented on the Sector Risk Profile published by the Regulator of Social Housing on 6 November 2026.
- The Board discussed attendance at customer engagement events and agreed a proactive approach to ensure increased Board member participation at future sessions with Governance Team to provide details with as much notice as possible.

ACTION 22/25: Revised Development Committee Terms of Reference to be drafted and circulated through the appropriate channels.

ACTION 23/25: Skills Matrix to be checked with reference to asset management skills across the governance structure.

16. Agenda item 15: Death in Service Claim

Jo Sugden presented a Death in Service claim which will be circulated via Convene for the final resolution. Jo provided a verbal update which detailed a member of staff had sadly passed away after a long illness. They were a member of the Aviva pension scheme which included death in service benefit, the employee had completed an Expression of Wish form which confirmed their son as the sole beneficiary, to the amount of £60-70k.

Discussion points/queries:

- Members noted due to the sensitive nature of the Claim, to expedite matters for the family, members agreed to vote in favour and follow up by resolution on Convene.
- The Governance Team recorded votes in favour via Convene for those in attendance at the meeting which represented a board majority.

Agreed:
- Board approved the Death in Service benefit claim.

16. Agenda item 16 – Other Board and Committee Updates

Agreed: Board noted that minutes for previous meetings of committees and boards were available on Convene.

17. Agenda item 17 – Time for Reflection

The Chair confirmed that Board Members were satisfied and assured with the meeting arrangements.

- A member noted whether the Service Charge Policy should go to the Customer Focus Committee. A brief discussion took place with regards the appropriate delegation for approval. It was agreed Rent Setting and Service Charge policy should go to CFC for consultation but remains a Board approval.
- The CEO noted that this was the Chair’s first meeting and noted thanks to him for picking up how board matters operate.

With no further business the meeting closed at 4:55pm

Signed by Chair: Des Hudson .... Date: 26 November 2025 ....

As a true and correct record of the Ongo Homes Board meeting held on 26th November 2025