



**POPLAR HOUSING AND REGENERATION
COMMUNITY ASSOCIATION LIMITED
(POPLAR HARCA)**

TERMS OF REFERENCE – SERVICES COMMITTEE

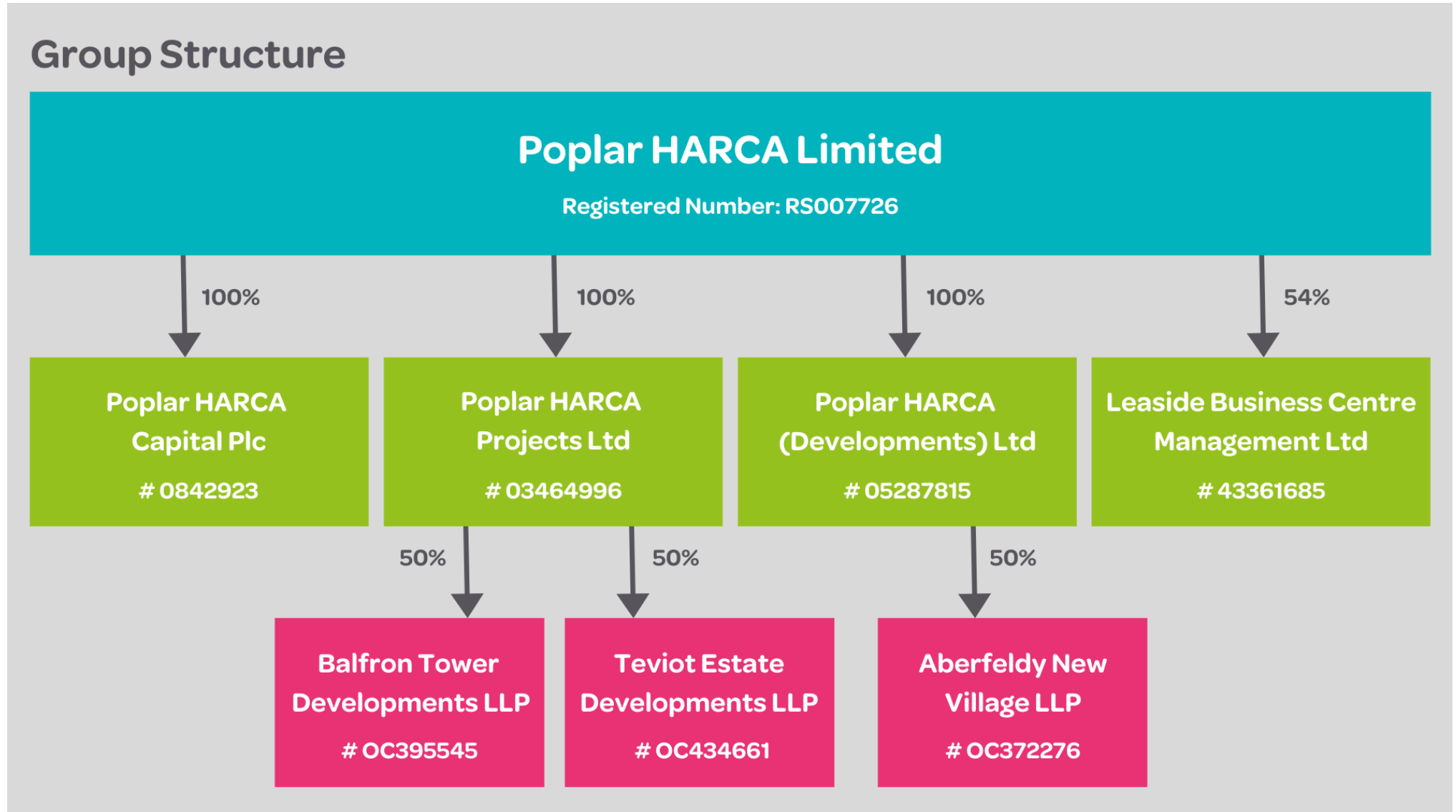
29th July 2020

1. Terms of Reference

- 1.1. This section comprises the Terms of Reference for Poplar Board, Committees, Panels and other groups that form Poplar HARCA's formal governance structure.
- 1.2. Legal responsibility for Poplar HARCA rests with Poplar Board. However, it is desirable and necessary for Poplar Board either to delegate authority to take certain decisions to, or to seek the views of, other bodies whose Members may or may not be the Board Members.
- 1.3. These reasons are as follows:
 - a. Poplar HARCA is a large organisation with diverse activities, so the Board cannot look in depth at every issue that requires a decision.
 - b. Poplar HARCA wants to provide a wide range of opportunities for residents (and in some cases other people or organisations within the community) to influence decisions.
 - c. Poplar HARCA believes that, wherever appropriate, decisions are best informed by the people closest to the issues. If a decision has major financial or other implications for Poplar HARCA, the Board has to have the final say, but the governance structure ensures it does so with the best information possible.
 - d. Poplar HARCA is a large organisation, its management is therefore based on a system of 'assurance'. This means that the people responsible for managing each function have to devise ways of making sure Poplar HARCA's aims, policies and procedures are followed without having to check every action of the people they manage. Similarly, the Board has to work on the basis of receiving 'reasonable assurance' that the information on which it bases its decisions and takes a view of the organisation's performance is sound. The Boards and other groups that report to the Board also need to gain assurance in this way, as well as providing assurance to the Board.
- 1.4. The purpose of these Terms of Reference is therefore to:
 - a. Describe the overall purpose of each Board, Panel or other group
 - b. List the areas of work (functions) for which it is responsible.
 - c. Define the decisions (if any) that the Board delegates to it and the areas where it makes recommendations to the Board.
 - d. Specifies its assurance role in both directions – what assurance it seeks and which it provides to the Board or other groups within the structure.
- 1.5. Where the term 'seek assurance' is used, this means 'reasonable assurance' given the significance and uniqueness of the risk. The Board may gain assurance by:
 - a. being able to refer to Poplar HARCA's experience of the results of similar previous decisions, or historic or current performance;
 - b. benchmarking information, comparing Poplar HARCA's performance with other similar organisations;

- c. where a decision is in a new area of business or on a new issue for Poplar HARCA, information about other Registered Providers or similar organisations;
 - d. where a decision is high risk or unusual, through external advice or validation of executives' recommendations including seeking legal or audit advice;
 - e. through requiring consultation of residents or other stakeholders.
- 1.6. It is a key role of executives, and particularly the Corporate Management Team, to facilitate the process of assurance. The Audit and Risk Committee oversees a systematic process of internal audit based on the risks identified in Poplar HARCA's risk map. Other Boards and Committees contribute to risk management by reviewing and commenting on risks in their remit.
- 1.7. The Terms of Reference provide a broad framework for delegation but not (for example) the specific levels of spending which different individuals or groups can agree. These are contained within Poplar HARCA's Standing Orders and Delegated Authorities and Financial Regulations which also define the authority delegated to Members of the Corporate Management Team individually and collectively.
- 1.8. Where the term 'Board' is used in these Terms of Reference, this refers to Poplar Board, or any Committee, Panel, or other group within Poplar HARCA's formal governance structure unless otherwise stated.
- 1.9. As noted, the Board has legal responsibility for Poplar HARCA, its work and the actions taken in its name. Therefore, the Board has the right to review any decision made even if that has been made within the delegated scheme of authority. The Chair of Poplar Board has the right to refer any such decision to the Board for review and, until that review has taken place, no binding action must be taken.

2. Summary of Poplar HARCA's Governance Structure



Governance Structure

Poplar HARCA Board

Board of Directors with ultimate responsibility for Poplar HARCA's work and actions

Audit & Risk Committee

Provide assurance to the Board on internal and external audit and risk

Finance & General Purposes Committee

Provide assurance on financial security and performance, capital programme, asset management and personnel strategy

Services Committee

Provide assurance on the delivery of services and community and neighbourhood activities

Remuneration & Nominations Committee

CEO remuneration & key remuneration issues; overseeing recruitment of board members & related empowerment programmes

Corporate Management Team

Poplar HARCA's senior directors, who provide advice and assurance to Committees and Board

This table provides a summary of Poplar HARCA's governance and Terms of Reference structure:

Role/Function	Reports to	Membership	Quorum	
Board	The company's Board of Directors for legal purposes, with responsibility for Poplar HARCA's work and actions.	The Members of Poplar HARCA, held accountable in law and by regulators	12 Members, including a maximum of 2 co-optees	6 Members
Finance & General Purposes Committee	Standing Board overseeing and providing assurance to the Board on Poplar HARCA's financial security and performance, major financial and development commitments (including borrowing strategy), capital programme, asset management, and personnel policy.	Board	9 Members, plus a maximum of 2 co-optees Minimum 2 Poplar Board Members	3 Members, including at least 1 Board Member
Services Committee	Standing Board overseeing and providing assurance to Board on Poplar HARCA's delivery of services to residents, and community and neighbourhood activities.	Board	10 Members, plus a maximum of 2 co-optees Minimum 2 Poplar Board Members	3 Members, including at least 1 Board Member
Audit & Risk Committee	Standing Board overseeing and providing assurance to the Board on external and internal audit, and risk management. Direct access to internal and internal auditors and authority to agree internal audit programme commission ad hoc audit reviews.	Board	6 Members, plus a maximum of 2 co-optees Minimum 1 Poplar HARCA Board Member who should be the Chair At least 2 Members must not be Poplar Board Members; one of whom must not be involved in any other part of Poplar HARCA's governance	3 Members, including at least 1 Board Member
Remuneration & Nominations Committee	Overseeing strategic remuneration policy, making recommendations for Chief Executive's remuneration and overseeing the Chief Executive appraisal process.	Board	4 Members, all Poplar Board Members and appointed by Poplar Board Chair of the Board. Chair must not be Poplar Board's Chair and Vice Chair	2 Members
Corporate Management Team	Mechanism by which the Chief Executive ensures co-ordination and effective performance management of Poplar HARCA's	Individual CMT Members report to the Chief Executive; the Chief	Chief Executive; Directors of Communities & Neighbourhoods,	

	work, seeks to reach collective agreed advice to the Board and facilitate the process of providing the Board and Committees with the necessary assurance.	Executive reports to Board	Development, Finance, Housing, and Technical Resources	
Poplar HARCA (Developments)	Development subsidiary. Owner of 50% of LLP with Willmot Dixon.	Board	Chair of Poplar Board, 1 Board or Committee Member and 1 executive	2 Members
Poplar HARCA Projects	Subsidiary in receipt of development overages which are then passed to Poplar HARCA Ltd as gift aid. Owner of 50% LLP with St Leonard's Developments Ltd.	Board	Chair of Poplar Board, 1 Board or Committee Member and 1 executive	2 Members
Poplar HARCA Capital Plc	Plc to issue bond	Board	Board Chair, Chief Executive and Director of Finance	
Leaside Business Centre Management	Management of real estate on a fee or contract basis	Board	At least 2 but no more than 5. Poplar HARCA has majority shares. 3 Poplar HARCA members including Director of Communities & Neighbourhoods and Director of Development	
Capital Programme Panel	Approve capital spending on development schemes up to a limit defined in the Standing Orders and Delegated Authorities.	FGP	CMT	3 Members, 1 must be the Director of Finance or the Director of Development

3. SERVICES COMMITTEE

- 3.1. The Services Committee provides assurance to the Board on the effectiveness of Poplar HARCA's:
- Services to residents - housing management
 - Services to residents - repairs and maintenance
 - Communities and neighbourhoods services
- 3.2. The Services Committee is responsible for providing assurance to the Board that Poplar HARCA meets all regulatory requirements in respect of services to users of its services including (as current at the time of publication of these Terms of Reference) the Consumer Standards set by the Regulator of Social Housing.

4. Functions

Services to residents – housing management:

- 4.1. Review and agree policies, and set standards, for the provision of housing management services to residents of properties owned or managed by Poplar HARCA, seeking assurance that these:
- meet the landlord's obligations;
 - reflect good practice within comparable organisations;
 - take into account regulatory requirements;
 - maximise resident empowerment;
 - are informed by resident consultation.
- 4.2. Recommend to the Board a tenure strategy including the target groups and relative priorities for the letting and sale of individual homes.
- 4.3. Consider and agree performance indicators for housing management services.
- 4.4. Agree a system of regular reporting to the Board that enables it to gain assurance that performance standards are being met or appropriate corrective measures taken.
- 4.5. Periodically but no less than annually, seek assurance that Poplar HARCA's housing management services performance is comparable to other similar organisations or differences explained.
- 4.6. Periodically but no less than three yearly (or when any statutory or regulatory changes necessitate), review Poplar HARCA's tenancy and other agreements to occupy, authorising them to be updated when and where appropriate to ensure that they continue to comply with the law, reflect best practice and manage risk to Poplar HARCA.

- 4.7. Periodically but no less than annually, review Poplar HARCA's policies for resident empowerment including:
- the provision of information to residents
 - methods of resident feedback, and the use of feedback by Poplar HARCA
 - consultation and participation
 - involvement of residents in decision making.
- 4.8. Seek assurance that resident empowerment policies are consistent with Poplar HARCA's aims, regulatory requirements and best practice, and that they are adapted to changes in Poplar HARCA's resident profile and housing stock.
- 4.9. Monitor the implementation of the agreed empowerment policies, seeking assurance on how resident input is being used to influence policy and practice.

Services to residents – repairs and maintenance:

- 4.10. Review and agree policies, and set standards, for reactive, planned and cyclical repairs and maintenance services for properties owned or managed by Poplar HARCA, seeking assurance that these:
- meet the landlord's obligations;
 - reflect good practice within comparable organisations;
 - take into account regulatory requirements;
 - maximise resident empowerment;
 - are informed by resident consultation;
 - are co-ordinated with the capital programme.
- 4.11. Consider and agree performance standards for repairs and maintenance.
- 4.12. Consider and agree planned, cyclical repairs and major repairs programmes.
- 4.13. Agree a system of regular reporting to the Board that enables it to gain assurance that performance standards and agreed programmes are being met or appropriate corrective measures taken.
- 4.14. Periodically but no less than annually, seek assurance that Poplar HARCA's repairs and maintenance services performance is comparable to other similar organisations or differences explained.
- 4.15. Agree the policies for:
- the appointment of architects, surveyors and other professional services in respect of reactive, planned and cyclical repairs and maintenance services;

- contractors for these services;
- procurement of works and materials for these services.

4.16. Seek assurance that the above policies follow statutory requirements, procurement good practice and achieve value for money.

Communities and Neighbourhoods (CaN)

4.17. Review and agree a community and economic development strategy and programme for Poplar HARCA within the overall context of the corporate strategy agreed by the Board.

4.18. Seek assurance that there is sufficient resourcing to deliver the CaN strategy and programme through:

- Poplar HARCA's budget making process
- bids for external funding
- development of partnership working

4.19. Review and agree methods and performance indicators to measure the success of the CaN team in securing funding, developing partnerships, and in delivering the community and economic development strategy and programme.

4.20. Oversee the setting up and management of Poplar HARCA's neighbourhood centres

4.21. Review and agree the Poplar HARCA Youth Work Programme;

4.22. Agree a system of regular reporting to the Board that enables it to gain assurance that performance standards for CaN activities and programmes which fall within its responsibilities are being met or appropriate corrective measures taken.

Wider input to the Board's work

4.23. Receive, consider and comment upon input from advisory groups such as the Joint Estate Panel (JEP), Estate Boards, the Youth Empowerment Board (YEB) or resident surveys on any of the areas within the Board's remit.

4.24. Seek assurance that the interests of residents of all tenures not represented by the Estate Boards is taken into account in the areas which fall within the Board's responsibilities.

Risks

4.25. Periodically but no less than annually, review the 'Operational' risks within Poplar HARCA's risk map and provide feedback to the Audit and Risk Committee on the risk definitions and their comprehensiveness, and their rating, mitigations and controls.

5. Membership and meetings

- 5.1. The Membership of the Services Committee comprises ten Members of which two shall be Board Members.
- 5.2. The committee shall have the power to co-opt up to two Members where additional expertise is required.
- 5.3. The Services Committee meets at least four times a year as an ordinary meeting. Special meetings may be called as required by the Chair or the Director of Housing, Director of Communities and Neighbourhoods, or Director of Technical Resources.
- 5.4. The agendas shall be drafted by the Director of Housing in consultation with the Director of Communities and Neighbourhoods and Director of Technical Resources for consideration and approval of the Chair.
- 5.5. The quorum for the Services Committee is three and must include at least one Board Member.