Position	Chair of the Board
Term	Initial term of 3 years, extendable up to 9 years, subject to reappointment.
Time Commitment	Circa 60 days per year (normally 8 Board meetings and 4 Remuneration & Nomination Committee meetings)
Fees	£

Key purpose

The Chair of the Board provides strategic leadership and ensures effective governance, to promote the long-term success of Sage Homes. The Chair is responsible for leading the Board to operate with integrity and accountability in accordance with relevant legislation, regulatory standards, and corporate governance principles. The Chair promotes a Board culture and behaviours aligned with Sage's ethos and values.

Key accountabilities

Strategic Leadership

- Lead the Board in agreeing the vision, strategy and goals, to promote the long-term success of Sage Homes.
- Foster a culture of innovation, risk awareness and customer focus.
- Ensure strategic decisions balance financial performance with the organisation's social purpose and responsibilities to customers.

Governance and Compliance

- Ensure the Board operates effectively and fulfils its statutory, regulatory and fiduciary obligations.
- Promote and be committed to high standards of corporate governance and ensure compliance with regulatory standards.
- Oversee the performance of the CEO, ensuring effective performance management, risk management, internal controls and assurance systems are in place.

Board Leadership

- Provide inclusive and decisive leadership, enabling constructive challenge and robust decision-making.
- Chair effective Board meetings, ensuring that the Board is provided with timely, accurate and relevant reports in line with the Board's terms of reference.
- Lead the Board's annual performance review and ensure the ongoing development of Board Members.

Sage Homes is the trading name of the companies in the Sage Homes Group including Sage Housing Group Limited (Company No. 11415740) and the registered providers of social housing Sage Homes RP Limited (Company No. 11217910; RP No. 5082) and Sage Rented Limited (Company No. 11217855; RP No. 5083). All are registered in England. Registered office: Orion House, 5 Upper St Martin's Lane, London, WC2H 9EA. More information at sagehomes.co.uk

- Carry out the annual appraisal of directors, and report on the outcomes to the Board and make recommendations on re-appointments to the Nomination and Remuneration Committee.

Board Members' Contributions

- Ensure that the Board has a skills and competency framework for Board members and makes the best use of the skills, competencies and experience of all Board members.
- Encourage the active engagement of all Board members in all aspects of the Board's business.
- Ensure that appropriate standards of behaviour are maintained in accordance with a Code of Conduct and other Probity Policies approved by the Board.
- Ensure that all Board Members are given the opportunity to make their contributions before any important decision is taken.
- Build productive relationships with Non-Executive Directors and ensure they can contribute effectively.
- Ensure that Board Members' views and concerns are addressed appropriately.
- Ensure that the Board agrees and provides appropriate role profiles for all Board Members and Board positions, and that service agreements are properly completed.

Chief Executive and Senior Management

- Ensure clarity of responsibilities between the Board and the Executive, maintaining independence and effective challenge.
- Support, challenge and hold the CEO to account for the delivery of corporate objectives and operational performance.
- Build a strong, collaborative, and transparent working relationship with the CEO and Executive Team.
- Ensure that the Board as a whole acts in partnership with the senior management team.
- Ensure that the Board makes proper arrangements to appraise the performance of the Chief Executive and to keep their contract of employment under review.
- Ensure that the Board makes appropriate arrangements to determine the remuneration of the Chief Executive and other senior staff.

Delegation

- Ensure that the Board delegates sufficient authority to its committees, subsidiaries and the CEO and others to enable the business of the Group to be carried on effectively.
- Ensure that any decisions taken under the Urgency Procedures are as inclusive as practicable.
- Ensure that the Board monitors the use of any delegated powers and that Committee Chairs report on their Committee's activities to the Board, escalating matters to the Board as necessary.

Board Composition, Succession Planning and Performance Review

- Ensure that the Board and its Committees have the requisite range of skills, competencies, backgrounds and perspectives to support the Group's current strategy.
- Ensure succession planning supports the Group's long-term strategic needs.
- Oversee the annual Board performance review and that of individual Board Members, including participating in the Chair's own appraisal, ensuring that agreed actions arising from reviews are implemented and improvements are tracked.
- Ensure externally facilitated Board performance reviews are carried out at least every three years.
- Promote continuous improvement in the Board's effectiveness.
- Ensure that plans are in place for on-going training and development for Board Members, both collectively and individually.
- Ensure that there is a properly constructed induction programme for every new Board Member that is comprehensive and tailored to their needs.

Audit, Risk and Internal Control

- Ensure the Board establishes and maintains the effectiveness of Sage's risk management and internal control framework.
- In collaboration with the Chair of the Audit & Risk Committee, ensure the Board monitors and evaluates the effectiveness of the internal control framework and material controls.

Board Member Recognition and Remuneration

- Ensure that Board Members have appropriate administrative and other support to enable them to fulfil their responsibilities.
- Ensure that the level of Board Member remuneration results from a transparent approved process, that minimises the potential for conflicts of interest and does not impair independence.

Probity and Integrity

- Ensure that the Board receives professional and independent advice when it is needed, either from its senior staff or from external sources.
- Ensure that the Group's affairs are conducted in accordance with all relevant statutory, constitutional and regulatory requirements, and best practice and ethical standards, including its adopted Governance Code and Code of Conduct.

Transparency and Openness

- Ensure that the Board's deliberations and decisions are as open as practicable to all Board/Committee Members, staff and other stakeholders.
- Promote and demonstrate effective two-way communications between the Board, its Committees and other entities throughout the Group.
- Establish and maintain the Board's visibility and appropriate communication with staff.

Stakeholder Engagement and External Representation

- Ensure that the Group has effective engagement and communication mechanisms with its key stakeholders, and that the Board regularly hears the views of the Group's customers and the Customer Scrutiny Panel.
- Ensure that the Board considers the interests of customers, employees, suppliers, and others when taking decisions, and the impact of the Company's operations on the community and environment, in accordance with s172 of the Companies Act 2006.
- Ensure that the Board develops an understanding of the views, priorities and future plans of its investors, and lead on key discussions with the investors.
- Act as an ambassador for the organisation, as appropriate, and promote the organisation's reputation and values.
- Ensure that the Group is represented to the wider community and key current and potential stakeholders and partners.
- Ensure the prompt and effective management of any critical event with a potentially adverse impact on the Group's reputation.

Regulation

- Be the Board point of the contact for the Regulator of Social Housing and (where relevant) other regulators.
- Ensure the Company complies with the FRC UK Code of Corporate Governance wherever practical for a private company, and all regulatory and legal requirements.
- Ensure that Sage is aware of its responsibilities under the Ringfencing Agreement and SLA and act as an interface with the investors and Sage Housing Group Limited in this respect.

Essential skills and experience

- Proven board-level leadership experience, preferably as Chair or Senior Independent Director, fostering an inclusive culture and collective decision-making
- Strong understanding of corporate governance including accountability, assurance, and risk management
- Commercial and financial acumen
- Strong understanding of stakeholder engagement, including regulators, investors and customers
- High integrity, sound independent judgement, and a commitment to good, transparent, responsible governance
- Outstanding communication and influencing skills, with the ability to build trust and constructively challenge

Desirable skills and experiences

- Knowledge of UK social housing regulation
- Knowledge of development finance, affordable housing funding or investment structures.
- Experience in social housing or property management
- Background in customer centric service industries or organisations with vulnerable customers
- Experience leading large-scale transformation or growth programmes
- Familiarity with digital transformation and data-driven organisations



Our purpose
Why we come to work

The constant pursuit of homes people love

Our mission
What we do

We strive to provide the best affordable homes with the best customer support

Our ethos and behaviours
How we work

A unique mix of ambition and empathy

At Sage, ambition drives us to aim high – to challenge the norms, to go the extra mile, to deliver our best. We balance this with empathy: truly listening to, and caring about, our customers and colleagues. Because when ambition and empathy come together, we are truly at our best.

Our people work to the 'Three Rs': Responsive, Responsible and Respectful. By using the three Rs, we provide our customers with first-class service, treating everyone with fairness and respect.



Approved by the Board - 20/05/26