

Customer and Assets Committee

Terms of Reference

Version 4

A6 Terms of reference for the Customer and Assets Committee

1 Constitution

- 1.1 The Customer and Assets Committee (the Committee) operates as a Committee of the Board of Directors of the Sage Homes Group (the Company).
- 1.2 The Committee shall be subject to the limitations contained in the Board Terms of Reference and shall seek the consent of the Company's parent where required under the Board Terms of Reference.
- 1.3 The Committee shall make available to the Company's parent these terms of reference.

2 Purpose

- 2.1 The purpose of the Committee is to support the strategic direction of the Company by overseeing customer and asset elements of the strategy, ensuring the Company:
 - 2.1.1 improves customer satisfaction, delivering an excellent customer experience that meets expectations, improves lives and builds communities;
 - 2.1.2 provides high quality, energy efficient and safe homes that meet legal and regulatory requirements;
 - 2.1.3 complies with legal and regulatory requirements in respect of housing and tenancy matters, including compliance with the Consumer Standards;
 - 2.1.4 provides value for money and continuing improvement in customer-facing services and asset management.
- 2.2 The Committee shall:
 - 2.2.1 ensure that the 'voice' of our customers is heard by the Board, and that Customer priorities are recognised and understood by the Board and considered in its strategic decision-making;
 - 2.2.2 set (for recommendation to the Board) the strategic direction and oversee the approach and its application for customer engagement, asset management and culture that drive improved customer outcomes; and
 - 2.2.3 oversee the delivery of the asset management strategy and action plan.

3 Duties

3.1 General

The Committee shall:

- 2.2.4 Provide oversight, assurance, recommendations and advice to the Board on the provision of services to customers and the management of assets, ensuring compliance with legal and regulatory requirements.

3.2 Customer

The Committee shall:

- 3.2.1 ensure that the Company gathers adequate data to understand its customers and their needs;

- 3.2.2 review how the Company is engaging with and securing feedback from its customers;
 - 3.2.3 monitor customer complaints, ensuring that the Company learns from its mistakes and is continually improving the delivery of its services;
 - 3.2.4 consider customer performance metrics and understand how customer engagement is being measured and assessed;
 - 3.2.5 review performance against the customer strategy and future plans (including key customer insight metrics and channels);
 - 3.2.6 ensure a good understanding of customer priorities, and the Company's response to these;
 - 3.2.7 ensure that the provision of services to customers reflects the Company's commitment to equality, diversity and inclusion;
 - 3.2.8 ensure customer participation, involvement and feedback is available to inform service delivery and development;
 - 3.2.9 review any risks to high levels of customer satisfaction and ensure that mitigation plans are in place;
 - 3.2.10 encourage innovation and the adoption of best practice in customer service and engagement;
 - 3.2.11 ensure that customers are kept safe in their homes; and
 - 3.2.12 Carry out the following Board-delegated duties in respect of the Customer Scrutiny Panel:
 - 3.2.13 (a) regularly receive and review its feedback and minutes; and
 - 3.2.14 (b) invite its members to attend a committee meeting at least once a year.
- 3.3 Assets

The Committee shall:

- 3.3.1 ensure that the Company gathers adequate data to understand the condition of each of its homes;
- 3.3.2 ensure that there are plans in place to maintain its homes so they are safe, secure, and in a good state of repair, and monitor the delivery, effectiveness and value for money of such plans;
- 3.3.3 receive regular reports on property compliance, particularly any areas affecting the health and safety of customers, ensuring that prompt actions are being taken to address any non-compliance.

3.4 Customer Service Culture

The Committee shall:

- 3.4.1 review the relevant results of staff engagement surveys to ensure that the Company's culture, values and behaviours support the delivery of excellent services to customers;

- 3.4.2 ensure that the People Strategy meets the needs of the business in recruiting and retaining sufficient staff to deliver the required services to its customers; and
- 3.4.3 work closely with, and refer matters pertaining to its remit to, the Remuneration and Nomination Committee.

4 Membership

- 4.1 The Committee shall comprise at least three members. Members of the Committee shall be appointed by the Board, in consultation with the Chair of the Committee.
- 4.2 All members of the Committee shall be non-executive directors.
- 4.3 Only members of the Committee have the right to attend Committee meetings. However, the Chief Executive Officer, Chief Legal Officer, Chief Customer Officer and the Managing Director - Housing Operations will be invited to attend meetings of the Committee on a regular basis and other non-members may be invited to attend all or part of any meeting as and when appropriate and necessary.
- 4.4 The Board shall appoint the Committee chair. In the absence of the Committee chair and/or an appointed deputy at a Committee meeting, the remaining members present shall elect one of themselves to chair the meeting.

5 Voting arrangements

- 5.1 Each member of the Committee shall have one vote which may be cast on matters considered at the meeting. Votes can only be cast by members attending a meeting of the Committee.
- 5.2 If a matter that is considered by the Committee is one where a member of the Committee, either directly or indirectly has a personal interest, that member shall not be permitted to vote at the meeting.
- 5.3 Save where he has a personal interest, the chair of the Committee will have a casting vote.

6 Attendance at meetings

- 6.1 The Committee shall meet at least four times a year.
- 6.2 Outside of the formal meeting programme, the Committee chair, and to a lesser extent the other Committee member(s), will maintain a dialogue with key individuals involved in the Company's governance, including the Board Chair, the Chief Executive Officer, the Chief Financial Officer and the Chief Legal Officer.
- 6.3 The Company Secretary, or his or her nominee, shall act as the secretary of the Committee and will ensure that the Committee receives information and papers in a timely manner to enable full and proper consideration to be given to issues.
- 6.4 The quorum necessary for the transaction of business shall be two members.

7 Notice of meetings

- 7.1 Meetings of the Committee shall be convened by the secretary of the Committee at the request of any of its members or at the request of the Board Chair or the Chief Executive Officer.
- 7.2 Unless otherwise agreed by the Committee, notice of each meeting confirming the venue, time and date together with an agenda of items to be discussed, shall be

forwarded to each member of the Committee no later than five working days before the date of the meeting. Supporting papers shall be sent to Committee members at the same time.

- 7.3 Notices, agendas and supporting reports can be sent to members in electronic form.

8 Authority

- 8.1 A duly convened meeting of the Committee at which a quorum is present shall be competent to exercise all or any of the authorities, powers and discretions vested in or exercisable by the Committee.

- 8.2 The Committee is authorised to:

8.2.1 seek any information it requires from any employee of the Company in order to perform its duties;

8.2.2 obtain, at the Company's expense, independent legal, accounting or other professional advice on any matter it believes it necessary to do so; and

8.2.3 call any employee to be questioned at a meeting of the Committee as and when required.

8.2.3 approve changes to related internal programmes and plans such as the frequency of stock condition surveys and the cyclical works programme.

- 8.3 The recommendations of the Committee must be approved by the Board before they can be implemented.

9 Reporting

- 9.1 The secretary shall minute the proceedings and decisions of all meetings of the Committee, including recording the names of those present and in attendance.

- 9.2 Draft minutes of Committee meetings shall be agreed with the Committee Chair and then circulated promptly to all members of the Committee unless it would be inappropriate to do so in the opinion of the Committee.

- 9.3 The Committee Chair shall report formally to the Board on its proceedings after each meeting on all matters within its duties and responsibilities and shall also formally report to the Board on how it has discharged its responsibilities. This report shall include:

9.3.1 recommendations to the Board in relation to support for customer and workforce engagement initiatives;

9.3.2 highlighting any issues or areas of concern; and

9.3.3 any other issues on which the Board has requested the Committee's opinion.

- 9.4 The Committee shall review and approve any statements to be included in the annual report concerning its activities.

- 9.5 The Committee shall arrange for periodic reviews of its own performance and, at least annually, review its constitution and terms of reference to ensure it is operating at maximum effectiveness.

- 9.6 The Committee shall make whatever recommendations to the Board it deems appropriate on any area within its remit where action or improvement is needed.

10 General Matters

- 10.1 If an annual general meeting is held, the Committee chair should attend it to answer shareholder questions.

Version	Amendments	Approved by Board
1	Initial adoption	19/05/2021
2	Annual review	08/03/2023
3	Change of name and remit to Customer & Assets Committee	04/12/2024
4	Annual Review	20/05/2026