

23/24

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# Governance Self-Evaluation



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# OUR COMMITMENT TO YOU...

**We will always aim to deliver...**

**the right outcomes as effectively as we can  
for the people and communities of West Wales**

# Purpose of this Governance evaluation

The Welsh Government updated its Regulatory Framework in January 2022. The Framework operates on a co-regulation basis and focuses on nine performance standards. During 2022 the Welsh Government carried out a Transitional Regulatory Review of our compliance against the nine standards with the following outcome:

- **Governance** (including tenant services): Compliant - Green
- **Financial Viability** Compliant - Green

The full judgement is available on our website [www.atebgroup.co.uk](http://www.atebgroup.co.uk)

## The 9 Regulatory Standards are as follows:

- **RS1** - The organisation has effective strategic leadership and governance arrangements which enable it to achieve its purpose and objectives.
- **RS2** - Robust risk management and assurance arrangements are in place.
- **RS3** - High quality services are delivered to tenants.
- **RS4** - Tenants are empowered and supported to influence the design and delivery of services.
- **RS5** - Rents and service charges are affordable for current and future tenants.
- **RS6** - The organisation has a strategic approach to value for money which informs all its plans and activities.
- **RS7** - Financial planning and management is robust and effective.
- **RS8** - Assets and liabilities are well managed.
- **RS9** - The organisation provides high quality accommodation.

This review evaluates the quality of our organisation's governance by giving an overview of our governance arrangements and changes made throughout the year, as well as demonstrating how well we are delivering on the following Welsh Government Regulatory Standards:

- **RS1** - The organisation has effective strategic leadership and governance arrangements which enable it to achieve its purpose and objectives.
- **RS2** - Robust risk management and assurance arrangements are in place

The governance evaluation forms part of the following suite of self-evaluation documents which each cover a few of the standards and collectively detail how we meet the Regulatory Standards:

- **Governance** – RS1, RS2
- **Performance** – RS3, RS4, RS5 and RS9
- **Financial** – RS6, RS7 and RS8
- **Improvement Plan**



The above documents will provide an evaluation of our organisation's governance by demonstrating how...

- the Board knows how the organisation complies with each regulatory standard, including reference to key performance data and sources of assurance
- we comply with the Code of Governance that the organisation has adopted
- we have used the principal evidence which has been relied upon in conducting the evaluation
- the process of evaluation has been robust
- the needs and views of tenants have been understood and considered as part of the self-evaluation
- we have identified our key strategic risks and associated controls, or signposted to other documentation where the key risks are articulated
- our continuous improvement plan identifies any gaps or areas for improvement and shows how these will be addressed



# A governance overview of 23/24

Welcome to our reflection on the last year's performance against the Regulatory Standards relating to governance.

## A Busy Year for Governance

The last financial year saw the final implementation phases of the Welsh Governments Renting Homes Wales Act (RHWA). It's fair to say that this legislation has signalled significant change to customers rights and landlord's requirements. ateb like all landlords in Wales has had to adapt the way it operates to deal with the changes.

The Act has taken a significant amount of time and cost to fully understand, implement and deliver operational solutions. The Board, specialist working groups, ateb teams, and an extensive supporting cast of partner lenders, consultants and contractors, have worked hard to ensure customers have the service they should expect of us and ateb Group remains best positioned to continue improving its offers over time. My thanks to all involved in helping ateb Group to embed the RHWA requirements.

Over the year we have regularly met with our regulation manager to discuss how ateb is performing against its governance obligations. Part of these discussions focus on a quarterly survey we send to the regulation team covering various issues from compliance to financial matters. ateb have remained consistent over the last year but have seen some areas receive more focus.

We have seen changes on all our Boards and the introduction of a new Committee. We welcomed Neil to both the main Board and Assurance Committee. In recognition of the specialist and high-risk area of building new homes, the main Board established a new Development Committee covering ateb and Mill Bay Homes governance needs. Owen and Tim Chair these elements respectively and are aiming to bring the work of ateb and

Mill Bay Homes closer together over the coming years.

All the Boards and Committees remain focused on the governance principles of strategy, risk and performance. Our Assurance Committee has had several areas of changeable risk to contend with such as the cost-of-living crisis, operational costs, financial reporting and supply chain availability. All have required the Committee and working groups to keep a focus on emerging potential problems to ensure we are acting to protect our customers interests and the groups capacity to perform. We do hope that the coming year will see a greater stability in the housing sector generally, to allow our governance systems to focus on longer term resilience as opposed to dealing with here and now issues.

We have some positive changes to make in FY24/25 to further engage customers in decision making and to better streamline our Board and Committee capabilities, which will I'm sure make us more effective over the longer term.

As always, thank you for the tireless effort of all our Board and Committee members, and the ateb, Mill Bay Homes and West Wales Care and Repair teams that support them and do such great work for our customers.

### David Birch

Chair of ateb  
Group Limited



# ■ RS1

The organisation has effective strategic leadership and governance arrangements which enable it to achieve its purpose and objectives

**ateb Group has developed the ateb Vision that guides our approach to being as good as we can be. The Vision has the following sections:**

## ateb Vision

- **#1 Purpose**  
Creating better living solutions
- **#2 DNA (Our values)**  
Trust; Togetherness; Empowerment...  
'Get things done'
- **#3 Strategic Aims**  
Improve Customer Service; Serve More Customers; Increase Business Effectiveness
- **#4 Deliver**  
(Operational Delivery framework)  
The right customer outcomes as effectively as we can
- **#5 Assurance Framework**  
Understand Risks; Manage with controls; Test the controls are working
- **#6 Improve**  
Improvement is the day job







## Group Structure

ateb Group Limited is the parent organisation and the affordable and social housing business. Mill Bay Homes Limited (MBH) is the property development business, building new homes for sale. West Wales Care and Repair (WWCR) provides support services to older clients, enabling them to continue living in their own homes. The remaining entity in the Group structure is a dormant company – Effective Building Solutions Limited (EBS).

**ateb** Creating better Living Solutions



**West Wales Care and Repair**  
Gofal a Thrwsio Gorllewin Cymru

**MILL BAY**  
HOMES

**EBS**

## Board Structure

The Boards have a responsibility to ensure that the Vision objectives are the focus of our work. Our Boards consisted of the following Board Members and Directors in FY 23/24:

### ateb Group Limited Board of Management



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The Group Board can comprise of up to fifteen members, which includes the option to have a maximum of three co-opted members. Board members are drawn from a wide background bringing together a diverse skillset. The primary role of the Board is to focus on strategic direction, growth, investment and risk. The Board meets formally ten times a year for regular business, and at other times to discuss strategic issues.

- **David Birch (Chair)**  
Property & Facilities Management – In both public and private sectors
- **Hugh Watchman**  
Procurement & Supply Chain Management – In the domestic electricals industry currently running a local leisure related business
- **Owen Jones**  
Planning – A chartered town and county planning consultant
- **Sharron Lusher**  
Further Education – Former Principal of Pembrokeshire College
- **Jackie Leonard**  
Housing & Maintenance – Housing professional
- **Jade Francis**  
Independent Mortgage Broker/  
Manager - Willcox Financial Limited
- **Anthony James**  
Finance – Accountancy/Financial Management Welsh Government
- **Nisha Harichandran**  
Business Owner – communication, legal and governance experience, providing operational and strategic solutions
- **Julia Ashley**  
Business Development Director  
-strategy and risk, housing, development and care
- **Chris Townsend**  
Senior HR Director- facilities management and support services
- **Neil Edwards**  
Executive Director of Finance - public/housing sector
- **Nick Hampshire**  
Chief Executive – Co-opted member

# Mill Bay Homes (MBH) Limited

## Board of Management

MBH's Directors are registered directors at Companies House. The Chair is independent of the main Board due to Welsh Government regulations; members are recruited for their skills and experience relating to for sale housing development. The primary role of the Board is to focus on strategic direction, growth, investment and risk. The Board meets formally four times a year for regular business, and at other times to discuss strategic issues.

- **Mike Westerman**  
(Independent Chair) - Marketing - Consultant in fundraising specialising in the not-for-profit sector
- **Andrea Gardner**  
Sales Consultant - Property development and housing sales
- **Tim Richens**  
Managing Director - Development and construction
- **Nick Christofides**  
Property professional and business owner - Property development and housing sales
- **Nick Hampshire**  
Chief Executive - ateb Group Limited
- **Alex Jenkins**  
Executive Director for Finance - ateb Group Limited

# West Wales Care & Repair (WWCR) Limited

## Board of Management



West Wales Care and Repair  
Gofal a Thrwsio Gorllewin Cymru

The WWCR Board can comprise of up to fifteen members. Board members are drawn primarily from community, health, local enterprise development and the third sector. The primary role of the Board is to focus on strategic direction, growth, investment and risk. The Board meets formally four times a year for regular business, and at other times to discuss strategic issues.

- **Elaine Lorton**  
Health (Chair) - Service Director at Cwm Taf Morgannwg University Health Board
- **Hugh Watchman**  
Parent Board Appointee
- **Jackie Leonard**  
Parent Board Appointee
- **Cllr Hugh Hughes**  
Ceredigion County Council - Borth Ward
- **Cllr Matthew Vaux**  
Ceredigion County Council - New Quay & Llanllwchaerarn wards
- **Avril Wilson**  
Former Executive Director for Health and Social Care in West Sussex
- **Luke Lenton**  
Complaints Manager at Hywel Dda Health Board

**The Group Board is supported by committees with specific delegated responsibilities.**

The established committees providing support are:

## **People and Remuneration Committee**

Ad hoc committee responsible for policy on remuneration and terms and conditions of employment, as well as matters relating to grievances and related appeals. The members are:

- **Chris Townsend**  
(Chair) - ateb Board member
- **Hugh Watchman**  
ateb Board member
- **Sharron Lusher**  
ateb Board member

## **Assurance Committee**

Responsible for setting and reviewing the assurance framework including appointment of internal auditors, internal audit plan and external audit services. The Committee meets four times a year to review and test whether we can be assured we are meeting our ateb Vision. The framework consists of the risks that will prevent us from achieving our Vision, the controls that manage or mitigate those risks and the tests we will apply to those controls to make sure the controls are doing what they should. The Assurance Committee reports to the parent Board and consists of the following members:

- **Sharron Lusher**  
(Chair) - ateb Board member
- **Hugh Watchman**  
ateb Board member
- **Neil Edwards**  
ateb co-opted member
- **Owen Jones**  
ateb Board member
- **Mike Westerman**  
MBH Board member
- **Anthony James**  
ateb Board member
- **Avril Wilson**  
WWCR Board member

**23/24 saw a change to our committee structure. The ateb Board and MBH Board agreed that a new Development Committee overseeing all of the Group's land, construction and sales activities would be advantageous to achieving the Group's future house building aspirations.**

The committee has brought together member skills from the ateb Board and MBH Board to oversee the development functions of the group to include its, land, construction, and sales services areas and drive the group's development strategy. The development strategy provides a framework for the Development Committee to propose, agree and monitor the ongoing development programme. The committee will scrutinise the development function and proposals and make recommendations to the ateb Board to achieve the groups desired outcomes.

The Development Committee reports to both the ateb parent Board and MBH Board and consists of the following members:

- **Owen Jones**  
ateb Board member (Chair)
- **Tim Richens**  
Managing Director - Development and construction
- **Andrea Gardner**  
MBH Board
- **Nick Hampshire**  
Chief Executive - ateb Group Limited
- **Alex Jenkins**  
Executive Director for Finance - ateb Group Limited



# Changes to the Boards and Committees at the end of FY 23/24

The following changes were made in the last FY:

RETIREMENTS	RECRUITMENT
<p>ateb Group Limited</p> <ul style="list-style-type: none"> <li>● <b>Chris Townsend</b> Work Commitments</li> </ul>	<p>ateb Group Limited</p> <ul style="list-style-type: none"> <li>● <b>Neil Edwards</b> Co-opted in November 2023</li> </ul>
<p>Mill Bay Homes</p> <ul style="list-style-type: none"> <li>● <b>Mike Westerman</b> End of terms with the Group - served 9 years as a member</li> <li>● <b>Nick Christofides</b> Work commitments</li> </ul>	
<p>Assurance Committee</p> <ul style="list-style-type: none"> <li>● <b>Mike Westerman</b> Retirement</li> <li>● <b>Anthony James</b> Work Commitments</li> <li>● <b>Owen Jones</b> Focus on the new Development Committee</li> </ul>	<p>Assurance Committee</p> <ul style="list-style-type: none"> <li>● <b>Neil Edwards</b> January 2024</li> </ul>



## Board Remuneration

The Group Board has taken the principal decision to remunerate ateb Group Board Members and MBH Directors. WWCR are not receiving remuneration due to the nature of their business and funding/grants they receive.

Remuneration of Boards in 2023/24 was as follows:

ateb Group Limited	Time Commitment (Hrs)	Remuneration
Board Member	92.5	£2,960
<b>Additional allowances</b>		
Chair of Board	20	£640
People & Remuneration Member	6	£192
Assurance Committee Member	24	£768
<b>MBH Limited</b>		
Board Member	27	£2,000
Chair of Board	34	£2,500

All remunerated Board Members/Directors enter a Deed of Agreement for Services that details their obligations in return for payment for their time.

We remain committed to improving diversity on our Boards but recognise that skills and competencies must always be the first requirement.



## Executive Team

The EMT is supported by the Senior Management Team

- **Nick Hampshire**  
Chief Executive (2017)
- **Mark Lewis**  
Executive Director for Customer (2018)
- **Alex Jenkins**  
Executive Director for Finance (2020)
- **Will Lloyd Davies**  
Executive Director for Development (2020)



## Company Secretary

To all Boards:

- **Ceri Morgan**  
Company Secretary
- **Alex Jenkins**  
Deputy Company Secretary

## Legal Status & Governance Framework Changes

Here is a summary of the key changes in FY 23/24:

- **The Group Boards adopted the CHC Code of Governance 2021**



# Constitutional Framework

ateb Group has a constitutional framework which details the governance structure and includes key governance documents for the Group. Each entity has its own terms of reference and other control documents to ensure that our governance remains effective. As well as the Boards and Committees detailed above, the framework includes the following:

<b>Leadership Group</b>	Executive and senior members that meet quarterly to review strategic, leadership and governance issues, reporting to the Boards
<b>Business Review</b>	Executive, senior and team members meet monthly to review performance, risk and improvement planning among other operational management issues
<b>Assure Team</b>	Senior managers chaired by the Head of Corporate Services that meet quarterly to review the Group's sixteen strategic risks and related operational risks. Reports to Business Review and Assurance Committee
<b>Safety Team</b>	Team members meet monthly to review our safety performance and improvement plans. Chaired by the Head of Corporate Services and reports to Business Review and all Boards and Assurance Committees
<b>Customer Forum</b>	A customer representative group that meets monthly to review governance issues, performance and e2i activity
<b>Engage 2 Improve (e2i)</b>	Customer led improvement priorities. Meet around 10 times a year to set, monitor and review customer improvement needs
<b>Involve 2 Improve (i2i)</b>	Team forum meeting with senior managers around 6 times a year to understand, monitor and review team improvement needs
<b>Directorate Team Meetings</b>	A range of management, delivery and service area team meetings across the 4 directorates to ensure 2-way communication between strategic direction and customer demand/satisfaction

# Strategic Planning

We have completed the second year of our current 3-year strategy. Our separate report, Improvement Plan 23/24 looks at how we did against our objectives in year 2. This is our executive summary of the strategy outturn:

FY 23/24 was the second year of our 3-year strategy with the strategic aims of:

- **Improve Customer Service**
- **Serve More People**
- **Increase Business Effectiveness**

The operating environment in FY 23/24 brought continuing pressures around the introduction of new legislation and standards in the sector, challenges with recruiting to roles which impacted our trade teams significantly, development challenges around supply chain costs and competition for land, and treasury management challenges to smarten our covenants and ensure we can make the capital investments needed in our stock.

Despite this backdrop, our team have still delivered improvements focused on our objectives of:

- **New regulations**
- **Affordability**
- **Decarbonisation**
- **Collaboration**
- **Slicker systems**

Our teams have implemented over 40 improvements to be celebrated, the detail of which can be found in our Improvement Progress report for FY 23/24.



# Customer Governance Engagement

The Board reviews customer facing performance data at every Board meeting. Engage to Improve (e2i) provides improvement areas throughout the year based on their priorities following customer interaction. In the last year, the following e2i activities have been undertaken:

- **April – May 23**  
Equality, Diversity & Inclusion
- **July - August 23**  
Annual Engage Review
- **October – November 23**  
The Cost of Rent and Service Charges
- **December - February 24**  
STAR Survey (sector tenant satisfaction survey)

## Equality, Diversity, and Inclusion (ED&I)

FY 23/24 has been the first year of our 3-year commitment to improve equality diversity and inclusion practices across the Group and be inclusive with our:

- **Customers and communities**
- **People**
- **Partners**

Out of the 12 actions we set ourselves to achieve in 23/24. We have completed 12 actions in FY 23/24 with positive outcomes being seen across our recruitment, governance and procurement practices and customer services.

Our Boards have the following compositions:



Of the 11 members, 6 are male and 5 are female. 10 identify as white British, with one identifying as Asian. 10 of our members falling between the ages of 30 - 64 and 1 member over 65.



Of the 6 members, 5 are male with 1 female. All 6 identify as white British with 5 of the 6 members falling between the ages 45-64 and 1 member is over 65.



Of the 7 members, 4 are male with 3 female. All 7 members identify as white British, with all members falling between the ages of 45 - 64.

# Code of Governance

The Group uses the following codes of governance:

- **ateb Group Limited**  
CHC Code of Governance 2021
- **Mill Bay Homes**  
CHC Code of Governance 2021
- **West Wales Care & Repair**  
CHC Code of Governance 2021

## Effective Strategic Leadership Assessment

We believe the above demonstrates that we do have effective strategic leadership and governance across the Group.

In FY 23/24, the ateb Board agreed a new meetings format to include focused strategic reviews with customer and team interaction and engagement. This saw the Board’s calendar change from 10 formal meetings per year to 7 meetings and 3 strategy sessions. The Board also formalised an Annual Group Review to bring together all Boards from across the Group to review collective achievements and challenges ahead.

Please note the following:

ateb Group Board meetings	7
ateb Group Strategy Sessions	3
Mill Bay Homes Board meetings	4
West Wales Care & Repair Board meetings	4
West Wales Care & Repair Board & Team Day	1
Assurance Committee meetings	4
Development Committee meetings	1*
People and Remuneration Committee meetings	1
Group Review	1
AGM (across Group)	2

All Board meetings consider:

- Performance data
- H&S issues
- Subsidiary framework reports – subsidiary boards
- Customer forum / e2i feedback where available

Periodically, Board considers:

- Financial progress
- Strategy/improvement progress
- Risk
- Policy reviews
- Board decision items

\*Commenced during Q4 of FY23/24.  
Ongoing programme will be 4 per annum.

## Code of Governance Pillars

We comply with the Code of Governance that each organisation has adopted. Our codes have the following pillars:

### 1 Organisational Purpose

The Board is clear about the organisation's aims and ensures that these are being delivered effectively and sustainably.

### 2 Leadership

Every organisation is led by an effective Board that provides strategic leadership in line with the organisation's aims and values.

### 3 Integrity

The Board acts with integrity, adopting values and creating a culture which helps achieve the organisation's purposes. The Board is aware of the importance of the public's confidence and trust and Board members undertake their duties accordingly.

### 4 Decision-Making, Risk & Control

The Board makes sure that its decision-making processes are informed, rigorous and timely and that effective delegation, control, risk assessment and management systems are set up and monitored.

### 5 Board Effectiveness

The Board works as an effective team, using the appropriate balance of skills, experience, backgrounds and knowledge to make informed decisions.

### 6 Diversity

The Board's approach to diversity supports its effectiveness, leadership and decision-making.

### 7 Openness & Accountability

The Board leads the organisation in being transparent and accountable. The organisation is open in its work, unless there is good reason for it not to be.

The code is embedded into our Board Members' Deed of Agreement for Services and is reviewed as part of our Board appraisal process. Our ateb Vision captures the essence of the code and enshrines its principles in our strategic and operational planning.

## CHC Code of Governance

"There are seven principles which make up this Code. These seven principles build on the assumption that an organisation is meeting its legal and regulatory responsibilities as a foundation."



## Robust Self-Evaluation process

The Assurance Committee reviews our ongoing compliance status with the Regulatory Standards at each meeting considering our assure reporting, regulatory improvement plan progress and regulatory survey return.

The Boards and Assurance Committee have full access to internal audit and validation processes, to test whether regulatory standards are being met.

In relation to each of the standards reviewed in our self-evaluation process:

1	<b>The Board knows the organisation complies with each regulatory standard, including reference to key performance data and sources of assurance</b>	The Assurance Committee reporting feeds into the Board’s assessment process and Board looks at the data and information relating to each standard to assess whether the Group meets the standard.
2	<b>We comply with the Code of Governance that the organisation has adopted</b>	The approved Code of Governance is enshrined in our Board Deed of Agreement for Services and appraisal process. The code was used to inform the ateb Vision that provides the framework for the strategic and operational planning and delivery of the Group. Our constitutional and policy framework enforce the code across the Group. <b>This self-evaluation demonstrates this requirement.</b>
3	<b>We have used the principal evidence which has been relied upon in conducting the evaluation</b>	The Group has developed a comprehensive set of controls, documents, monitoring, reporting and evidence to allow us to make the conclusions we have within our self-evaluation returns. <b>Please see Governance, Performance and Financial self-evaluations to demonstrate this requirement.</b>
4	<b>The process of evaluation has been robust</b>	We believe we have demonstrated a multi-layered assessment of the regulatory standards using several data sources from different perspectives to robustly draw our conclusions from across the year and across our 4 Directorates. <b>Please see Governance, Performance and Financial self-evaluations to demonstrate this requirement.</b>

5	The needs and views of tenants have been understood and considered as part of the self-evaluation	As shown in our self-evaluations, we have sought, understood and used customer views, feedback and prioritisation of improvement to guide the direction of our Group and our services development. <b>Please specifically see Governance and Performance self-evaluations to demonstrate this requirement.</b>
6	Key strategic risks and associated controls, or signpost to other documentation where the key risks are articulated	Our Assurance Committee and Assure team monitor and report to Board on strategic and operational risks from across the Group throughout the year using the Board’s risk appetite framework. We use this process to confirm that we have been robust in evaluating the standards. <b>This self-evaluation demonstrates this requirement.</b>
7	A continuous improvement plan which identifies any gaps or areas for improvement and shows how these will be addressed (this replaces the Regulatory Assurance Plan)	#6 Improve forms part of our ateb Vision. In FY 23/24 we made over 40 improvements to improve customer service, serve more people and increase our business effectiveness. <b>Please see Improvement Progress Report 23/24.</b>

## Summary

The ateb Boards believe they have an appropriate framework for effective strategic leadership and governance, and our self-evaluations demonstrate its effectiveness. We believe our self-evaluations have been undertaken in accordance with the Regulator’s requirements and showcase how we meet the 9 regulatory standards and the 7 requirements that demonstrate a robust self-evaluation has taken place.



A woman with curly hair and a man with glasses are looking at a laptop screen in a meeting. The woman is on the left, wearing a white shirt, and the man is on the right, wearing a dark suit and tie. They are both looking down at the screen with focused expressions. The background is a bright office space with large windows.

## ■ RS1 – FY 23/24

### EVALUATION CHECK

**“The organisation has effective strategic leadership and governance arrangements which enable it to achieve its purpose and objectives”**



## We have made the following evaluation:

Our Board has reviewed our analysis and evidence and consider we are compliant with this performance standard.

	Evaluation Check	The Board has concluded that:
1	<b>Does the Board know it meets this standard</b>	with our ateb Group Vision and its 6 core supporting documents, we have developed a comprehensive strategic framework centred on what good looks like for the ateb Group (ateb, MBH, WWCR). At its centre we have the purpose of creating better living solutions for the people and communities of West Wales; by ensuring we deliver the right customer outcomes as effectively as we can. We then link our strategic intent to our operational delivery by employing customer outcome management principles to our 38 internal and external service areas. We use our Assure Framework to establish whether we are controlling our strategic risks effectively. Annually, we aim to Improve Customer Service; Serve More People and Increase Business Effectiveness.
2	<b>Does the Group comply with its code of governance</b>	yes, we believe this governance self-evaluation review demonstrates our compliance. Our code is embedded throughout our Governance Framework and is annually used to appraise our Board performance and effectiveness. We undertake a 3 yearly external review of our effectiveness against the code through a governance review exercise. Our last review took place in FY 23/24 with a positive report identifying areas of strengthen and areas where we can improve

<p><b>3</b></p>	<p><b>What was the principal evidence used to evaluate this standard</b></p>	<p>The following evidences this standard:</p> <ul style="list-style-type: none"> <li>• ateb Vision – Purpose; DNA; Plan; Deliver; Assure; Improve</li> <li>• External Governance Effectiveness Review FY23/24</li> <li>• Board Succession Plan and skills matrix</li> <li>• Deed of Agreement for Services</li> <li>• Board appraisal process</li> <li>• Board recruitment process</li> <li>• Constitutional framework</li> <li>• Board/Committee papers and related governance processes</li> <li>• Regulator Update Notices</li> <li>• Policy Framework – particularly ED&amp;I; Customer Feedback; Board membership</li> <li>• Internal Audit programme and annual opinion</li> <li>• WG survey returns – diversity; performance</li> <li>• Performance Data and Information</li> <li>• DNA and Wellbeing surveys</li> </ul>
<p><b>4</b></p>	<p><b>Has the evaluation been robust?</b></p>	<p>yes, this governance self-evaluation review demonstrates our compliance. We have a range of mechanisms throughout the year that we use to establish whether we are robustly challenging our delivery of the standards and identifying the right improvement actions.</p>



5	<b>Were the needs &amp; views of tenants considered?</b>	yes, this governance self-evaluation review demonstrates our compliance. We have created a range of opportunities for our customers to lead the improvement agenda of the Group to ensure we remain customer outcome focused at all times. We have planned improvements in FY 24/25 to engage customers directly in the evaluation process.
6	<b>Were the strategic risks understood?</b>	yes, this governance self-evaluation review demonstrates our compliance. Our Assure Framework sets the appropriate template for the business to appraise, understand and manage its risks strategically and operationally. Our framework is aligned to our ateb Vision that sets out what good looks like for ateb and our risks ensure we safeguard against those events that could impact us achieving our vision.
7	<b>Is there improvement planning in place?</b>	yes, and in FY 24/25 we will be focusing on: <ul style="list-style-type: none"> <li>• establishing clear processes and links between customer voice and strategic decision making</li> <li>• implementing year 2 of our Equality, Diversity, and Inclusion Commitment &amp; Delivery Plan</li> </ul>



# ■ RS2

## Robust risk management and assurance arrangements are in place

Section 5 of our ateb Vision details our assurance framework called 'Assure'. Using our risk appetite, our Boards manage our strategic risks through a series of controls with our delivery teams managing operational risks across their service areas.

### Risk Appetite

The Group has adopted the following risk appetite:

<b>Compliance</b>	We have no appetite for knowingly breaking any rules or regulations whilst going about our business
<b>Financial</b>	We will accept financial risk dependent on the rewards of taking the decision being commensurate with our purpose/aims, that there are clear controls/plans in place to manage/mitigate ongoing financial risk and the decision does not breach the safety margins agreed by Board in respect to financial decision making, nor have an adverse effect to the agreed business plan and budget
<b>Reputational</b>	We will accept an impact to our reputation on the basis that the impact is time limited, managed, marginal or generally commensurate to the rewards of taking the decision
<b>Performance</b>	We will accept an impact to our performance on the basis that the impact is time limited, managed, marginal or generally commensurate to the rewards of taking the decision and that no other agreed or planned proposal will be unknowingly affected as a consequence

## Strategic Risks and Controls

The Board and Assurance Committee work with the Group to monitor and control the following 16 strategic risks:

1	<b>Customer Expectations:</b> We fail to deliver the groups purpose to the customers and communities we serve
2	<b>Employer Status:</b> We fail to attract and retain the right team members and supply chain partners
3	<b>Investment Management:</b> We fail to make and deliver the right investment decisions
4	<b>Treasury Management:</b> We fail to manage our treasury investments effectively
5	<b>Operational Cost Management:</b> We fail to manage our operational costs effectively
6	<b>Income Management:</b> We fail to manage our income streams effectively
7	<b>Engagement Management:</b> We fail to deal with our customer and communities issues effectively
8	<b>Service Quality:</b> We fail to supply the right levels of service or product delivery
9	<b>H&amp;S Compliance:</b> We fail to meet H&S legislation and regulatory requirements
10	<b>Employer/Landlord Compliance:</b> We fail to met employer and landlord legislative and regulatory requirements
11	<b>Regulatory Framework:</b> We fail to operate within our regulatory framework
12	<b>Lender Covenants:</b> We fail to manage our lender covenants effectively
13	<b>Contract Compliance:</b> We fail to deliver on our contractual obligations
14	<b>Governance:</b> We fail to apply effective governance and decision making across the group
15	<b>Performance Management:</b> We fail to understand our performance
16	<b>Improvement Management:</b> We fail to deliver effective improvement

Our strategic control framework centres on the following:

- Law
- Regulations
- Company/Governance rules
- Key Contractual arrangements
- Strategic Documents
- Strategic Plans
- Policies
- Terms of Reference

## Strategic risk heat map

As at the end of March 23, our strategic risk heat map was as follows:

COMPLIANCE		FINANCIAL	
SR/09 H&S Compliance	SR/10 Emp/Landlord Compliance	SR/03 Investment Management	SR/14 Treasury Management
SR/11 Regulatory Framework	SR/12 Lenders Covenants	SR/05 Operational Cost Management	SR/06 Income Management
SR/13 Contract Compliance	SR/14 Governance	SR/01 Customer Expectations	SR/02 Employer Status
SR/15 Performance Management	SR/16 Improvement Management	SR/07 Engagement Management	SR/08 Service Quality
PERFORMANCE		REPUTATION	

Risk Status	Description
<b>Materialised</b>	Risk has materialised
<b>High</b>	There is a high probability of the risk occurring
<b>Increased</b>	There is an increased probability of the risk occurring
<b>Normal</b>	The probability of the risk occurring is considered normal
<b>Low Relevance</b>	The risk may no longer be relevant
<b>Redundant</b>	The risk should be removed or restructured

At the end of quarter 4, ten of our sixteen strategic risks statuses were reporting above normal with eight raised to increased and two high. The full implementation of the RHWA did present challenges to the rented homes sector in the last quarter of the year with a potential impact to external audit opinions. Whilst this position continues to be better understood, we are confident that our mitigation actions along with Welsh Government and Housing Association collaborative resolution proposals, will see risks lowered in the new financial year.

The main risk issues that have been ongoing challenges throughout the year relate to:

1	Recruitment and retention of staff, this largely impacted our trades teams with skills shortages in trades making it difficult to recruit and retain internal team members and to secure external contractor support. This inevitably led to drops in service delivery performance in some key customer areas such as reactive repairs.
2	Increased awareness of cyber-attacks and the need to strengthen our digital security controls.
3	Treasury management challenges to smarten our covenants and ensure we can make the capital investments needed in line with our business plans.
4	Asset management investment and the increased data needed to make capital investments in line with new housing standards.
5	Income collection and migration of third of customers to new benefit structures (universal credit).
6	Development challenges around supply chain costs and competition for land.
7	Health and safety and compliance with changes in legislation in key landlord safety areas.

Throughout the year our Assurance Committee reviewed the risk controls of the raised risks, any auditing activities undertaken and agreed mitigation actions to reduce the impacts of the risk issues. Despite the challenges above the Group delivered good performance as can be seen in our Performance Self-Evaluation document.





## Operational Risks

Linked to the strategic risks, our delivery teams manage and report on operational risk identification and management against each of our 37 service areas. Our operational control framework centres on whether the following day to day issues are impacting our strategic risks:

- **People**  
e.g. resourcing levels, skills gaps etc.
- **Processes**  
e.g. something is going wrong or is not understood.
- **Resources**  
e.g. something is not right with the infrastructure supporting our service delivery.
- **External**  
e.g. something outside our Group impacting services that we may or may not be able to influence or control.

Like the previous financial year, in FY 23/24, recruitment and retention challenges impacted delivery in many service areas across the Group. These challenges along with the need to develop our systems and changes in legislation, made it a challenging operating environment for both our customer facing services and corporate support services. Many of these challenges are reflected in our strategic risk profile above given the impact of these on us meeting our vision.



# Risk Management – ateb Group Assure framework

In line with the Welsh Government Regulatory Framework and their supporting ‘The Right Stuff’ publication, ateb Group has developed an approach to assurance management called Assure.

Assure makes sure that we are delivering the ateb Vision i.e., we are achieving our purpose; have the right DNA; have the right long-term plan; our services deliver the right customer outcomes as effectively as we can; we operate within our required boundaries, and we are improving.

- **Step 1**  
What strategic risks will stop us achieving our Vision?
- **Step 2**  
What strategic controls will help us control, influence or minimise those risks?
- **Step 3**  
What tests do we need to undertake to know the risks are being controlled?
- **Step 4**  
Evidencing that we have undertaken the tests and responded to their results.

The Assurance Committee will set the risk, controls and tests required to deliver the six sections of the Vision and then receive quarterly reports to monitor our progress.

## Internal Audit

As part of our Assure Framework, and to meet regulatory standards, we undertake an annual internal audit programme.

Mazars Internal Audit Services were appointed to undertake our internal audit programme for FY 23/24. Mazars have been appointed as our Internal Auditors for FY 24/25, which is the final year of their 5-year contract with the Group to provide internal audit services.

The following is the executive summary of their internal audit opinion for FY 23/24:

On the basis of our internal audit work, our opinion on the framework of governance, risk management, and control is **Moderate** in its overall adequacy and effectiveness.

We noted some areas in which the control environment could be improved, for instance we raised highly important recommendations as part of the Void Management audit and on the Key Control health check review. Of the strategic audits conducted in 2023/24 it was noted there were no reports with limited assurance or where critical recommendations were raised. ateb’s average implementation rate across the two follow up audits conducted in 2023/24 was 82%.

This and all other matters have been discussed with management, to whom we have made several recommendations. All of these have been, or are in the process of being addressed, as detailed in our individual reports.

## Effective Risk Management and Assurance Assessment

The Group has undertaken the following risk and assurance activities in the year:

- Governance Team 121 meetings – Quarterly 121 meetings with Head of Corporate Services to review operational risks and impacts to strategic Assure Framework ahead of each assure report to Assure Team and Assurance Committee
- Assure Team – 4 meetings reviewing 16 strategic risks
- Business Review – review of Assure Team reports
- Assurance Committee – Quarterly review of Assure Framework and proposal of any actions
- Each Board receives the quarterly Assure reports
- The 16 strategic risks, their controls and the tests we undertake to ensure they are working are recorded and updated in individual registers within a dedicated MS Teams environment
- We look at specific risk events and their impacts on the Group through the year in a Risk Event Register
- WWe have a Business Continuity plan with action templates and guides for particular events
- We have a financial recovery plan that is updated annually

The Assurance Committee has considered the 16 strategic risks at their meetings as follows:

Strategic Risks		Q1	Q2	Q3	Q4
<b>Compliance (12 Reviews)</b>	<b>SR/09</b> - H&S Compliance: We fail to meet H&S legislation and regulatory requirements	✓	✓	✓	✓
	<b>SR/10</b> - Employer/Landlord Compliance: We fail to met employer and landlord legislative and regulatory requirements	✓		✓	
	<b>SR/11</b> - Regulatory Framework: We fail to operate within our regulatory framework		✓		✓
	<b>SR/12</b> - Lender Covenants: We fail to manage our lender covenants effectively	✓		✓	
	<b>SR/13</b> - Contract Compliance: We fail to deliver on our contractual obligations		✓		
	<b>SR/14</b> - Governance: We fail to apply effective governance and decision making across the group			✓	

Strategic Risks		Q1	Q2	Q3	Q4
<b>Financial (5 Reviews)</b>	<b>SR/03</b> - Investment Management: We fail to make and deliver the right investment decisions			✓	
	<b>SR/04</b> - Treasury Management: We fail to manage our treasury investments effectively	✓			
	<b>SR/05</b> - Operational Cost Management: We fail to manage our operational costs effectively	✓		✓	
	<b>SR/06</b> - Income Management: We fail to manage our income streams effectively				✓
<b>Reputational (5 Reviews)</b>	<b>SR/01</b> - Customer Expectations: We fail to deliver the groups purpose to the customers and communities we serve		✓		
	<b>SR/02</b> - Employer Status: We fail to attract and retain the right team members and supply chain partners		✓		
	<b>SR/07</b> - Engagement Management: We fail to deal with our customer and communities issues effectively		✓		
	<b>SR/08</b> - Service Quality: We fail to supply the right levels of service or product delivery	✓			✓
<b>Performance (2 Reviews)</b>	<b>SR/15</b> - Performance Management: We fail to understand our performance				✓
	<b>SR/16</b> - Improvement Management: We fail to deliver effective improvement				✓





### **The Committee receives the following information at each Committee meeting:**

- Summary and risk status of each strategic risk under review
- Details of third-party tests undertaken on the strategic risks under review
- Additional risks identified that quarter
- Detailed assessment of each strategic risk under review

### **On an annual basis the Assurance Committee proposes to the Boards:**

- The control framework needs for the Group
- The tests required to be undertaken to establish whether we can be assured we are managing our risks
- The internal audit opinion for the Group

## **Summary**

A comprehensive approach has been taken to identifying and managing our strategic and operational risks across the Group. We have also sought to test those controls to establish where we can improve our approach.

A photograph of a meeting. A person's hand is pointing at a tablet computer that displays a diagram. The tablet is resting on a desk with a laptop and a coffee cup. Other people's hands and parts of their bodies are visible, suggesting a collaborative work environment.

## ■ RS2 – FY 23/24 EVALUATION CHECK

“Robust risk management and assurance arrangements are in place”

## We have made the following evaluation:

Our Board has reviewed our analysis and evidence and consider we are compliant with this performance standard.

	Evaluation Check	The Board has Concluded that:
1	Does the Board know it meets this standard	The Group Assurance Framework, #5 Assure, tests whether we are achieving the principles detailed in our Vision and identifies the strategic risks that will prevent us from achieving our Vision and what good looks like for ateb. Under our Framework, we have identified 16 Group strategic risks relating to compliance, finance, performance and reputation, and throughout the year carry out reviews of these risks, which include testing of the controls, discussing external and internal issues, to include any heightened operational risks and any new mitigation measures needed, to provide assurance to our Group Assurance Committee and Boards that the strategic risks are being managed effectively.
2	What was the principal evidence used to evaluate this standard	The following evidences this standard: <ul style="list-style-type: none"> <li>• Assure Framework</li> <li>• Assure quarterly reports</li> <li>• Risk Events Register</li> <li>• Internal Audit &amp; other specialist quality/audit reports</li> <li>• Internal Audit Opinion</li> <li>• Sector risk analysis 2022 – mapped to Assure Framework</li> <li>• Performance data and information</li> <li>• Policy Framework – particularly H&amp;S; data protection and landlord related policy controls</li> <li>• Business Continuity Plan</li> <li>• Financial Recovery Plan</li> <li>• Risk mitigation triggers</li> </ul>
3	Is there improvement planning in place	Our improvement plan includes the following improvement actions for FY 24/25: <ul style="list-style-type: none"> <li>• Review our strategic risks in readiness for launch of our new strategic plan in FY24/25</li> </ul>

# Governance Self Evaluation Summary FY 23/24

## Managing Governance Matters

As David has outlined it has been an involved year for our governance function, but I hope you can see from this self-evaluation that we have been able to manage a wide range of circumstances across the Group.

The operating and regulatory environment has thrown up a lot of governance testing circumstances, from building safety to financial metric monitoring. We have successfully used working groups from the Boards to support us to navigate through the decision-making process, You can see from the evaluation the range of methods we have used to test that we are meeting the regulatory standards, but this does not mean we are not always trying to improve what we do.

In FY24/25 we have been formally reporting damp and mould investigations to the main Board and to the Welsh Government. Our homes are generally well insulated and have air circulation to prevent problems but there are instances where we need to understand more and take action, whether by installing monitoring systems, physical changes, or other supportive packages available to us.

We have seen reports across the year slowly declining but there is still more work to do, especially around some of our older specification homes. We've worked closely with the Welsh Government to ensure fire safety

across our homes. This has involved investing in some additional measures and reassessing our inspection and methods of recording data. Health & Safety will always remain a key governance priority of the Boards and Committees.

Embedding our customers voice in our governance systems is improving, with more to come. Our Engage to Improve initiative where our customers set and prioritise the areas for improvement will act as the foundation for a greater challenge to the Group generally, with our customers better engaged, we will be better placed to deliver the 'Right customer outcomes as effectively as we can'.

The last year has emphasised the importance of making the right decisions on how best to manage resources and risk across the Group. My thanks to our Board and Committees, and the leadership and governance teams that support them, diolch.

**Nick Hampshire**  
Chief Executive



# ateb

## Board Members / Director Bios

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### David Birch

**David** has vast experience in both the private and public sectors. David started his career as an Electrical Engineer Draughtsman and then moved to become a Facilities Manager with BT and gained a post-graduate Management Studies qualification. David joined the NHS in 1994 as the Director of Facilities in Gwent, moving to a role as Head of Contract Services a few years later. In 2004, David became the Director of Support Services for Powys Teaching Health Board and retired in 2010. David has experience in the housing sector having served as a Vice-Chair and then Chair of a Housing Association in Cardiff for 6 years prior to joining ateb.



### Hugh Watchman

**Hugh** is an experienced Board level Manager working at a strategic level on an international basis with major blue-chip FTSE 100 companies in the key areas of Sales, Marketing, IT, Procurement and Logistics. Hugh is educated to post graduate level and was a commissioned army officer having served in both the Australian and British Army.



### Sharron Lusher

**Sharron** has vast experience of working at a strategic level for Pembrokeshire's largest provider of post-16 education. Sharron was Principal of Pembrokeshire College from 2012 to 2018. Since her retirement, she has remained actively involved in education and training in Wales, and currently chairs the Independent Welsh Pay Review Body, and the Vocational Review of Qualifications in Wales.



### **Jackie** Leonard

**Jackie** is a consultant and has worked within the housing sector for over 20 years at Director level. Jackie's expertise and skills have been used in various service roles across the sector with a focus on planning, budgetary management, contract management and service delivery.



### **Owen** Jones

**Owen** is a director of an independent town planning consultancy that operates within England and Wales. Owen has extensive experience of planning and development and is a Chartered Town Planner and a Member of the Royal Town Planning Institute. Owen's current work comprises of working with private developers and landowners on a range of strategic development schemes which includes major mixed use development sites, development plan promotion, planning applications, EIA and public enquires. Owen is educated to Masters Level and holds an MSc in Residential Development. Owen is also a Practitioner Member of the Institute of Environmental Management and Assessment.



## Jade Francis

**Jade** is the Independent Mortgage Broker/Manager at Willcox Financial Limited and has worked at a senior level within the banking sector for the majority of her career. Jade has extensive experience in providing financial advice to clients and has a Diploma in Retail Banking Conduct of Business.



## Anthony James

**Anthony James** is a Senior Finance Manager at Welsh Government. He has over 15 years financial experience, having held positions within the materials and construction industries and prior to this practice experience of corporate, audit, sole traders, partnerships, business development and tax. Anthony is a Fellow of the Association of Chartered and Certified Accountants.



## Nick Hampshire

**Nick** has worked for Housing Associations for over 25 years in property development and investment roles in Wales and England before taking on this role. Nick aspires to improve and grow ateb's services to customers through the empowerment and development of great teams supported by strong collaborations with its customers, partners and the wider communities ateb serves.



**Julia Ashley**

**Julia** is a Business Development Director for an English Housing Group. She has over 25 years of working at Executive Director and Chief Executive level with vast experience in strategy, change management, housing services, development and care.



**Nisha Harichandran**

**Nisha** is Business owner of Bohem Notes, a communications platform for wellbeing as well as a Communications Specialist for an anti-financial crime support agency. She has a varied background having held a Director of Governance role for a large telecommunications company based in Asia and is also a qualified barrister in both the UK and India.



**Chris Townsend**

**Chris** is a Senior HR Director with comprehensive experience across a wide range of sectors to include, media and technology, manufacturing, outsourced services and facilities, in the UK, Northern Europe and Middle East. Chris is also a mentor for the CIPD providing support to aspiring HR Directors.

**MILL BAY**  
HOMES

# Board Members / Director Bios



## **Mike** Westerman

**Mike** is an experienced Chair, with a proven track record of achievement, having operated with success at Board level in the public, private and voluntary sectors. Mike has a particular interest in housing and has mentored and advised Shelter, Cardinal Hume Centre, and CHAS. He has helped create the international charity ActionAid and continues to act as consultant to both the voluntary and business sectors. Mike holds the following qualifications MinstF, Fellow IDM, ISP Mem Dip.



## **Alex** Jenkins

**Alex** is a Fellow of the Institute of Chartered Accountants in England and Wales. He has a first-class BSc in Maths from Bristol University. Prior to joining ateb, Alex held a number of senior Finance positions and has worked in a variety of sectors, such as Construction and Food manufacture. His training and early career was carried out at Arthur Anderson, an international audit and advisory consultancy, where he gained his professional qualification and audit experience.



## **Nick** Hampshire

**Nick** is Chief Executive of the ateb Group, Board member of ateb Group Limited and Director of EBS (Dormant Group entity). Please see ateb Group Board members for full bio.



## **Andrea** Gardner

**Andrea** is the founder and Director of Two Can Properties & Estates. She has over 25 years of experience in the property development and residential sales working from Sales Executive to Director. Andrea is passionate about supporting small and medium builders to sell homes in line with consumer codes protecting both them and their clients.



## **Nick** Christofides

**Nick** is a Director of The Greenroom Estate Agency. He has over 20 years' experience in property development and residential sales. Nick's experience extends from buying land for property developers and managing multi-million pound projects to selling homes and providing specialist advice to developers across the region.



## **Tim** Richens

**Tim** is Managing Director of Aequus Group a local authority wholly owned company developing, delivering and managing property for both the rental and private sales market. Tim has extensive experience at strategic level leading business plans, major projects, and transformation programmes.





West Wales Care & Repair  
Gofal a Thrwsio Gorllewin Cymru

# Board Members / Director Bios







### **Elaine** Lorton

**Elaine** is Service Director for MH&LD with Cwm Taf Morgannwg University Health Board and has over 20 years' experience in the health, social and not-for-profit sector. Elaine has a passion for staff, stakeholder and public engagement to empower and develop sustainable and continuous improvement in quality and productivity.



### **Luke** Lenton

**Luke** is the regional Health Board's Complaints Manager and has worked in Housing, Social Care and Health for the past 18 years, gaining expertise in customer service, business management and complaints resolution. Luke has a post graduate qualification in management and as a qualified coach, continues to help develop other managers within public sector services.



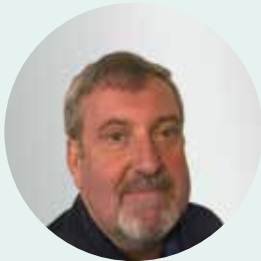
### **Avril** Wilson

**Avril** has worked in the private, public and voluntary sectors. She trained as a lawyer before entering local government as a Housing Manager. More latterly, she has worked as an Executive Director in both adult and children's services, with an emphasis on systems change.



### **Jackie** Leonard

**Jackie** is on both ateb Group and West Wales Care and Repair Boards. Please see ateb Group Board members for full bio.



### **Cllr Hugh** Hughes

Ceredigion County Council – Borth Ward

Hugh is a retired Thames Valley Police Detective with MSc in Forensic & Legal Psychology.



### **Cllr Matthew** Vaux

Ceredigion County Council – New Quay & Llanllwchaerarn wards

Matthew is an appointed cabinet member having a portfolio that covers housing, legal and governance, people and organisation and public protection.



### **Hugh** Watchman

Hugh, along with being a Board member of ateb Group Limited, also sits on our West Wales Care & Repair Board. Please see ateb Group Board members for full bio.

## **Assurance Committee**

- Hugh Watchman
- Sharron Lusher
- Mike Westerman
- Anthony James
- Owen Jones
- Avril Wilson

## **Development Committee**

- Owen Jones
- Tim Richens
- Andrea Gardner
- Nick Hampshire
- Alex Jenkins

## **People & Remuneration Committee**

- Chris Townsend
- Hugh Watchman
- Sharron Lusher

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