



Board Diversity Policy

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1.0 Introduction and Scope

- 1.1 Gentoo is committed to the principles of diversity and inclusion. This policy applies to the Group's Boards and Committees. There are separate policies that cover diversity and inclusivity with regard to employees and customers.

2.0 Links to Organisational Goals

- 2.1 The Vision and Values of the Group set the rationale and culture for the Group. This policy operates within the Vision and Values.

Vision:

Great Homes - Strong Communities - Inspired People

Values:

Do the right thing
Make a difference
Work together
Keep learning
Give all you've got

- 2.2 Our value, 'give all you've got', encourages people to feel supported and empowered to be themselves. Our commitment to diversity and inclusivity is a key part of achieving that.

3.0 Regulation and Legislation

- 3.1 Gentoo has adopted the National Housing Federation's Code of Governance. Section D5 states as follows:

In considering its composition and renewal the board must have regard to the need for a board which includes people from diverse backgrounds and with diverse attributes, to help ensure healthy debate and challenge, and a range of perspectives.

- 3.2 Changes in central government and the regulatory framework for social housing have continued to bring some change of emphasis to the equality, diversity and inclusion agenda.

4.0 Our Policy Statement

- 4.1 Gentoo recognises and embraces the benefits of having a diverse and inclusive Board and believes this enables a competitive advantage to the Board and organisation. A diverse Board will include, maximise and utilise differences in skills, experience, background, race, gender and other diverse qualities. These differences will be considered in determining the skills needs of the Board and promote a good balance of diversity.
- 4.2 In reviewing Board composition, consideration will be given to the benefits of all aspects of diversity including, but not limited to, those described above, in order

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to maintain an appropriate range and balance of skills, experience and background on the Board.

- 4.3 All Board appointments and re-appointments will be made on merit against objective criteria aligned with the skills and experience that the Board requires to be effective.
- 4.4 External executive search consultants that may be used for Board recruitment are expected to comply with this Board Diversity Policy.
- 4.5 Diversity will be considered as part of the performance evaluation of the effectiveness of the Board and Board Committees.
- 4.6 Gender balance is of particular importance and the Group will operate in the spirit of the Lord Davies Report which sets a target for FTSE 350 Boards to have 33% female Board Directors by 2020.

5.0 Monitoring and Review

- 5.1 The Appointments and Remuneration Committee will review the Board Diversity Policy annually, including an assessment on its effectiveness and any objectives for achieving diversity and make recommendations to the Board where appropriate.
- 5.2 The Committee will report on the process for Board Appointments in Gentoo Group's Annual Report. The report will include a summary of this Policy, and any objectives for implementing the Policy and progress made towards achieving those objectives.
- 5.3 The Appointments and Remuneration Committee reviews and assesses Board composition on behalf of the Board and recommends the appointment of new non-exec Directors.
- 5.4 Overall responsibility for this policy lies with the Company Secretary, accountability lies with the Executive Director of Corporate Services.

6.0 Equality

- 6.1 This policy supports the Group's commitment to diversity. An equality impact assessment has been completed as part of this policy review.

7.0 Policy outcomes

- 7.1 The outcome of this policy should be a diverse, high performing Board, aligned with the Code of Governance and Gentoo Values.

8.0 Toolkit or Procedure

- 8.1 The Board appointment procedures support this policy. The Appointments and Remuneration Committee works within its Terms of Reference when considering Board Diversity.