

5 Terms of Reference and Delegated Authority of the Investment Committee

- 5.1 The Group Board has delegated to the Investment Committee the delivery and implementation of the Group's Capital Investment Programmes.
- 5.2 The Committee's role is to have strategic oversight of major capital investment. The Committee will consider the strategic aspects of financial value/capacity return on investment, and customer outcomes and provide assurance to Group Board on these areas.
- 5.3 The Committee shall ensure that it discharges its delegations in compliance with, and within the financial parameters of the Group's Business Plan, the Group's Code of Governance and these terms of reference.
- 5.4 The Committee is not a legal entity for the purposes of creating contractual obligations and must refer all professional team appointments, agreements, building contracts, collateral warranties, transfer, deeds, or any other form of document creating legal obligations for execution by Gentoo Group Limited.
- 5.5 Committee composition and frequency of meetings:

Size:	<ul style="list-style-type: none"> At least three and a maximum of five Members.
Composition:	<ul style="list-style-type: none"> At least three Group Board Members.
Quorum:	<ul style="list-style-type: none"> Three Members.
Frequency of Meetings:	<ul style="list-style-type: none"> At least four times per year.
Chair:	<ul style="list-style-type: none"> Board Member, appointed by the Group Board.

- 5.6 The Committee will:

Strategy	
<i>Approve:</i>	<ul style="list-style-type: none"> Digital Strategy Property Strategy
<i>Seek Assurance:</i>	<ul style="list-style-type: none"> Give constructive challenge the Executive Team and provide scrutiny and assurance to the Group Board in the delivery of the following Corporate Strategy elements: <ul style="list-style-type: none"> Investment in existing homes (including asset management). Investment in new homes. Investment in significant digital transformation projects. Any other major capital investment or corporate developments, including significant facilities or technology projects. Strategic quarterly capital expenditure monitoring.

Affordable Homes	
<i>Approve:</i>	<ul style="list-style-type: none"> Individual affordable homes new build schemes, and the awarding of building contracts, up to the value of £20m, subject to a recommendation from Executive Team, (the pre-approval

	<p>Gateway 1 and Gateway 2 expenditure (including planning) is delegated to the Executive Team).</p> <ul style="list-style-type: none"> • “Section106” (of the TCPA 1990) purchases up to the value of £10m, subject to a recommendation from Executive Team. • Approve grants/funding from public bodies as part of the individual scheme approval, unless the grant making body requires board authority.
<i>Recommend to Group Board:</i>	<ul style="list-style-type: none"> • Annual budget and five-year Business Plan Capital Expenditure. • Individual affordable homes new build schemes, and the awarding of building contracts, over the value of £20m, subject to a recommendation from Executive Team, (the pre-approval Gateway 1 and Gateway 2 expenditure (including planning) is delegated to the Executive Team). • “Section106” (of the TCPA 1990) purchases over the value of £10m, subject to a recommendation from Executive Team.

Existing Homes	
<i>Approve</i>	<ul style="list-style-type: none"> • Awarding of Investment Plan contracts, between £10m and £20m, subject to a recommendation from Executive Team, (the Executive Team has a delegated authority limit up to £10m). • Approve grants/funding from public bodies as part of the individual scheme approval, unless the grant making body requires board authority.
<i>Seek Assurance:</i>	<ul style="list-style-type: none"> • Maintain oversight and assurance on untenanted social housing property disposals, delegated to the Executive Team. • Property Strategy work on decarbonisation, net zero and EPC C targets.
<i>Recommend to Group Board:</i>	<ul style="list-style-type: none"> • Annual budget and five-year Business Plan Capital Expenditure. • Awarding of Investment Plan contracts, over £20m, subject to a recommendation from Executive Team. • Disposal of over 10 or £500k (per financial year quarter) in value, untenanted social housing properties, following a recommendation from the Executive Team. • Disposal of any tenanted social housing property, subject to a recommendation from Executive Team. • Strategic active asset management decisions (eg demolitions), subject to a recommendation from Executive Team.

Other Capital Projects	
<i>Approve</i>	<ul style="list-style-type: none"> • Specific significant strategic other capital projects, eg technology projects.
<i>Recommend to Group Board:</i>	<ul style="list-style-type: none"> • Annual budget and five-year Business Plan Capital Expenditure.

Other	
<i>Seek Assurance:</i>	<ul style="list-style-type: none"> • Oversight of Value for Money Investment Metrics: <ul style="list-style-type: none"> ○ Reinvestment % ○ New Supply Delivered % ○ Return on Capital employed %

	<ul style="list-style-type: none">• Consider (in general terms) treasury transactions proposals in relation to investments, with view to considering that any such transaction is consistent with the Group's overall Treasury Strategy.
<i>Recommend to Group Board:</i>	<ul style="list-style-type: none">• Proposals such as mergers, joint ventures, and strategic partnerships should be considered and recommended to the Group Board as appropriate.