



Board Diversity Policy

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Approved by:	Group Board
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For the full version history of this policy, see the back page	

Please avoid referring to printed versions of this policy.
Printed versions may quickly go out of date – the latest version will be on the Policy Hub, or contact the Governance Team for further information.

For support and advice regarding the Policy, please contact the Policy Owner.

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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.
- 1.2 The scope of this policy covers:

Gentoo Group	X
Gentoo Homes	X
Gentoo Developments	X
Gentoo Genie	X

2.0 Our core purpose and vision and priorities

- 2.1 Our core purpose is to provide safe and decent homes for our customers of today and tomorrow.
- 2.2 Our vision is to provide great homes, strong communities, and inspired people for Sunderland.
- 2.3 The safety of our customers and colleagues will always be our number one priority.
- 2.4 We have identified six further priorities which will guide the delivery of our services.
- 2.5 We live our values in everything we do from the boardroom to the front room, to deliver our priorities for our customers.
- We know our customers.
 - We provide great homes.
 - We help communities to thrive.

- We are a great place to work.
 - We spend our money wisely.
 - We are well governed.
- 2.6 Our values are what we stand for and what we want to be known for. They are what makes us, us.
- We care about people.
 - We take accountability.
 - We shape the future.
 - We bring leadership.
 - We deliver.

3.0 Regulation and Legislation

- 3.1 In January 2021, the Group Board adopted the National Housing Federation's (NHF) 2020 Code of Governance. Section 1.3 states as follows:

Equality, diversity and inclusion: the board demonstrates a clear and active commitment to achieve equality of opportunity, diversity and inclusion in all of the organisation's activities, as well as in its own composition. It has policies and statements which meaningfully demonstrate this commitment, and sets priorities and objectives for the organisation to achieve.

- 3.2 Changes in central government and the regulatory framework for social housing have continued to bring a 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, diversity of thought and protected characteristics. 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 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. A Statement of Preferred Board composition is approved by

the Board and the need for a balanced and diverse board is reflected in this document.

- 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 has been of particular importance and the Group will continue to operate in the spirit of the Lord Davies Report which set a target for FTSE 350 Boards to have 33% female Board Directors by 2020. The Group achieved this target in March 2020. The Group also meets the target set by the Parker Review for FTSE 100 Board to improve and ethnic and cultural diversity of Boards and to develop a pipeline.
- 4.7 The People Committee will review and propose to Group Board, the targets and objectives in relation to Board Diversity.
- 4.8 The Group will work with other organisations (for example Housing Diversity Network and the NHF) and use tools, such as the NHF Equality, Diversity and Inclusion tool to ensure that the Group has a balanced and inclusive Board, which also meets the Group's skills requirements.
- 4.9 An Equality Assessment has been completed with regard to this Policy.

5.0 Monitoring and Review

- 5.1 This Board Diversity Policy will be reviewed annually, or in line with business need by the People Committee. This review will include an assessment on its effectiveness and any objectives for achieving diversity and the People Committee will 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 People Committee reviews and assesses Board composition on behalf of the Board and recommends the appointment of new non-executive Directors.
- 5.4 Overall responsibility for this Policy lies with the Company Secretary, accountability lies with the Executive Team..
- 5.5 This Policy maybe subject to an audit in line with internal audit plan.
- 5.6 This Policy is Grade 1 and changes will need the approval of Group Board.

6.0 Policy Outcomes

- 6.1 The outcome of this Policy should be a diverse, high performing Board, aligned with the NHF Code of Governance and Gentoo's Values and Strategic Aims.

7.0 Toolkit or Procedure

- 7.1 The Board appointment procedures support this Policy. The People Committee works within its Terms of Reference when considering Board Diversity.

Version Control

Version	Reason	Issuer	Date
2.2	Amended to approved version.	Sarah Treadwell	25.05.18
3.0	Amended to approved version.	Sarah Treadwell	31.05.19
3.1	Formatting changes.	Kate Sawyer	07.04.20
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5.0	Policy Review.	Jo Noble	26.04.21
6.0	Policy Review.	Jo Noble	03.05.21
7.0	Policy Approval	Caroline Breheny	27.07.23
7.1	Policy amended to reflect the new Corporate Strategy	Chloe Appleby	08.09.23