

Gentoo Homes Board

Terms of Reference

Number of Members	A maximum of 12 Members.
Membership	The Group operates a co-terminous governance structure and the membership of the Gentoo Homes Board is comprised of all of the Gentoo Group Board Members.
Quorum	Three Members, with at least one independent Member. The only business that may be transacted by an inquorate meeting is to arrange a time and date for the next meeting.
Frequency of Meetings	The Board shall meet at least four times per year.
Appointment of Members	Due to the co-terminous board structure, Members of this Board are also the Members of Gentoo Group Board. Appointments are approved by Gentoo Group Board.
The Chair	The Chair of Gentoo Group Board is also the Chair of Gentoo Homes Board. In the absence of the Chair, the remaining Members present shall elect one of themselves to chair the meeting.
Reporting	Minutes of Board meetings shall be agreed by the Chair and circulated to all Members.

## 6 Terms of Reference and Delegated Authority of the Gentoo Homes Board

6.1 The Group Board will set the parameters by which Gentoo Homes will undertake development as approved by the Group Board in the Business Plan. Gentoo Homes Board will oversee property development schemes on behalf of the Group.

6.2 The Gentoo Homes Board will:

<b>Board Terms of Reference</b>	
<i>Business Planning</i>	<ul style="list-style-type: none"> <li>• Approve of the Business Plan and budget for final approval by Group Board.</li> <li>• Approve Gentoo Homes development assumptions and design and specification standards.</li> <li>• Approve Gentoo Homes feasibility criteria/parameters.</li> <li>• Approve Gentoo Homes profit and tolerance levels.</li> </ul>
<i>Contracts and Acquisitions</i>	<ul style="list-style-type: none"> <li>• Approve for Gentoo Homes acquisitions or development agreements up to and including the value of £5m.</li> <li>• Make a recommendation to Group Board on acquisitions and development agreements above £5m for approval by Group Board.</li> </ul>
<i>Finance and Funding</i>	<ul style="list-style-type: none"> <li>• Approve any external funding for final approval by Group Board and monitor compliance with any funding conditions.</li> <li>• Make recommendations to Group Board on the proposal of bids for housing development grants/funding from Homes England and other public bodies.</li> <li>• Approve scheme designs and layout and financial proposals.</li> </ul>
<i>Other</i>	<ul style="list-style-type: none"> <li>• Approve the sales and marketing strategies for individual schemes.</li> <li>• Approve the submission of planning applications.</li> <li>• Approve the disposal of fixed assets with a value greater than £250k.</li> <li>• Approve the gift aid payment to Gentoo Group Limited.</li> <li>• Approve the annual report and accounts.</li> <li>• Approve the Company's strategic risk register.</li> </ul>
<i>Performance Monitoring</i>	<ul style="list-style-type: none"> <li>• Review and monitor:               <ul style="list-style-type: none"> <li>○ Business plan objectives, targets and key performance indicators.</li> <li>○ Individual scheme progress (time, budget, quality, sales).</li> <li>○ Financial performance.</li> <li>○ Working capital/work in progress.</li> <li>○ Customer service performance.</li> <li>○ Health and safety statistics.</li> <li>○ Sub-contractor performance.</li> <li>○ Risk profile and mitigations.</li> </ul> </li> </ul>