



Standing Order Ref: V4	
	BSG-SO-001
Approved:	Feb 25
For Review:	Nov 25
Expiry:	Feb 26

Governance Framework

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1.0 Introduction

- 1.1. The Governance framework is an overarching document which draws together a suite of governance documents and signposts their purpose in terms of good corporate governance, internal control, and complying with codes and regulation. The Governance framework combines various governance documents to promote good corporate governance, internal control, and regulatory compliance. It outlines principles of effectiveness, transparency in board and committee appointments, comprehensive onboarding, regular performance reviews, continuous learning opportunities, and clear terms of office and remuneration.

2.0 Effective governance

- 2.1 Effective governance is crucial, especially for Registered Providers under regulatory scrutiny. Beyond Housing adheres to the NHF's Code of Governance 2020 and Code of Conduct 2022, ensuring robust corporate governance in the social housing sector.
- 2.2 Corporate governance is one of the most high-profile areas that must be addressed by any organisation and is reflected in the exposure that the subject has received in both the private and public sectors. This is particularly the case for Registered Providers given the extent to which regulators scrutinise this area.
- 2.3 All newly appointed non-executive directors are required to sign an Agreement for Services to confirm their commitment.

3.0 Governance principles

- 3.1 In adopting the NHF Code of Governance, Beyond Housing has a foundation for good governance based on the following principles:
 - **Mission and values** - The board sets and actively drives the organisation's social purpose, mission, values and ambitions, and through these embeds within the organisation resident focus, inclusion, integrity, openness and accountability.
 - **Strategy and delivery** - The board sets ambitions, plans and strategies which enable the organisation to fulfil its social purpose and remain viable and sustainable and exercises demonstrable and effective oversight of its delivery.
 - **Board effectiveness** - The organisation is led by a skilled and diverse board which regularly reviews and capably manages its own performance and effectiveness and ensures that it complies with its governance code.
 - **Control and assurance** - The board actively manages the risks faced by the organisation, and obtains robust assurance that controls are effective, that plans, and compliance obligations are being delivered, and that the organisation is financially viable.



4.0 Regulatory framework

4.1 The Regulator of Social Housing (RSH) regulatory framework is made up of:

- **Regulatory requirements ('Standards')** – what registered providers need to comply with
- **Codes of practice** – a code of practice can amplify any economic standard to assist registered providers in understanding how compliance might be achieved
- **Regulatory guidance** – this provides further explanatory information on the Regulatory requirements and includes how the regulator will carry out its role of regulating the requirements.

4.2 The different elements which fall under each of these categories are set out below.

Economic Standards	Consumer Standards
Governance and Financial Viability Value for Money Rent	Transparency, Influence and Accountability Neighbourhood and Community Safety & Quality Tenancy Standard
Other requirements	Codes of practice
Registration De-registration Information submission Accounting direction for social housing Disposal Proceeds Fund	Governance and Financial Viability Value for Money Consumer standards Code of Practice Code of Governance

More information of specific requirements can be found on the RSH website at <https://www.gov.uk/topic/housing/regulation>



5.0 Purpose, Mission and Values



Our purpose

Why we exist

To **help** our customers and communities to succeed and **thrive**

Our mission

How we deliver our purpose

To provide **homes** customers want, **places** they are proud of, **services** they value, delivered by **people** who care

Our values

What's important to us

Considerate – We respect, trust and care about each other

Collaborative – We work smarter together

Ambitious – We aim high to achieve more

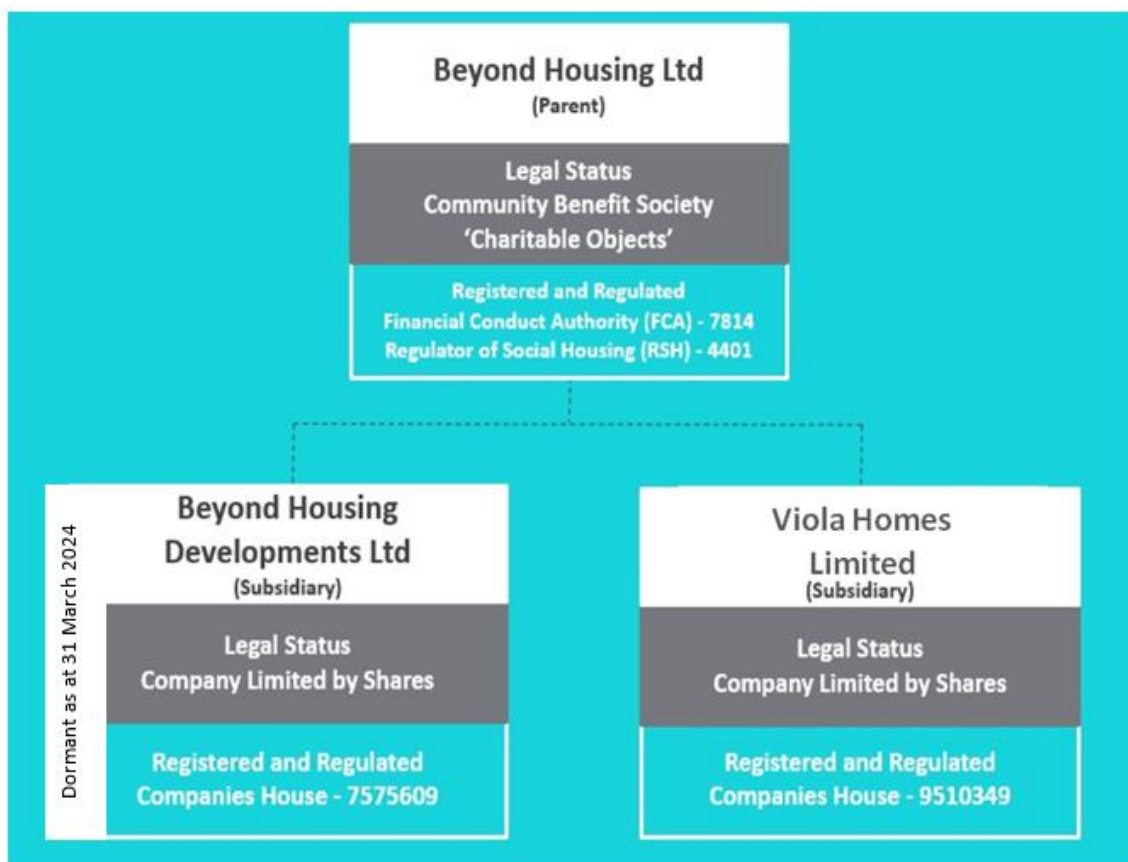
Accountable – We own it.

6.0 Group structure

6.1 Beyond Housing Group

6.2 The Group comprises of Beyond Housing Ltd (Parent) and two subsidiaries; Beyond Housing Development Ltd (BHDL) and Viola Homes Limited (VHL).





6.3 Beyond Housing Limited (BHL) is:

- Registered as a charitable Community Benefit Society (CBS) with the Financial Conduct Authority under the Co-operative and Community Benefit Societies Act 2014. (Registration number 7814).
- Authorised and regulated by the Financial Conduct Authority (Registration number 710900)
- Regulated by the Regulator of Social Housing (RSH)

6.4 As a CBS, Beyond Housing has 'charitable objects' which means whilst required to comply with the Charities Act 2011, we are classed as an 'exempt charity' and, as such, are not registered or regulated by the Charities Commission.

6.5 **Beyond Housing Developments Ltd** – a Company Limited by Shares. BHD (formerly named Coast & Country Developments Ltd) was incorporated in March 2011 to deliver the legacy Coast & Country Housing Group development activity. The company has not conducted any business activity since Beyond Housing's inception and has been dormant since April 2023.

6.6 **Viola Homes Ltd** – a Company Limited by Shares. VH (formerly named Beyond Housing Sales Limited) was renamed in March 2023 to administer open market sale unit activity. Viola Homes Ltd has not conducted any business activity since Beyond Housing's inception due to a lack of viable open market unit schemes. Consequently, VHL will meet dormancy requirements from 2025/26.



- 6.7 In accordance with regulatory guidance, the parent board monitors the activities of all parts of the Group to satisfy itself that all members of the Group are meeting their statutory and regulatory requirements, and that their affairs are being conducted in accordance with generally accepted standards of performance, probity, financial prudence and good practice.
- 6.8 All members of the Group are required to ensure that they develop a common vision and shared objective. All the boards within the Group will ensure the maintenance of effective working relationships (including effective management of conflict and dissent) in the spirit of full co-operation for the benefit of the Group as a whole.
- 6.9 Each company within the Group has its own constitutional document which sets out its objectives and how it operates.

Company	RSH* No.	FCA** No.	Companies House No.	Constitutional Document
Beyond Housing Ltd	4401	7814		Rules
Beyond Housing Developments Ltd			7575609	Articles of Association
Viola Homes Ltd			9510349	Articles of Association

* Regulator of Social Housing

** Financial Conduct Authority – Mutuels Register

7.0 Group governance arrangements

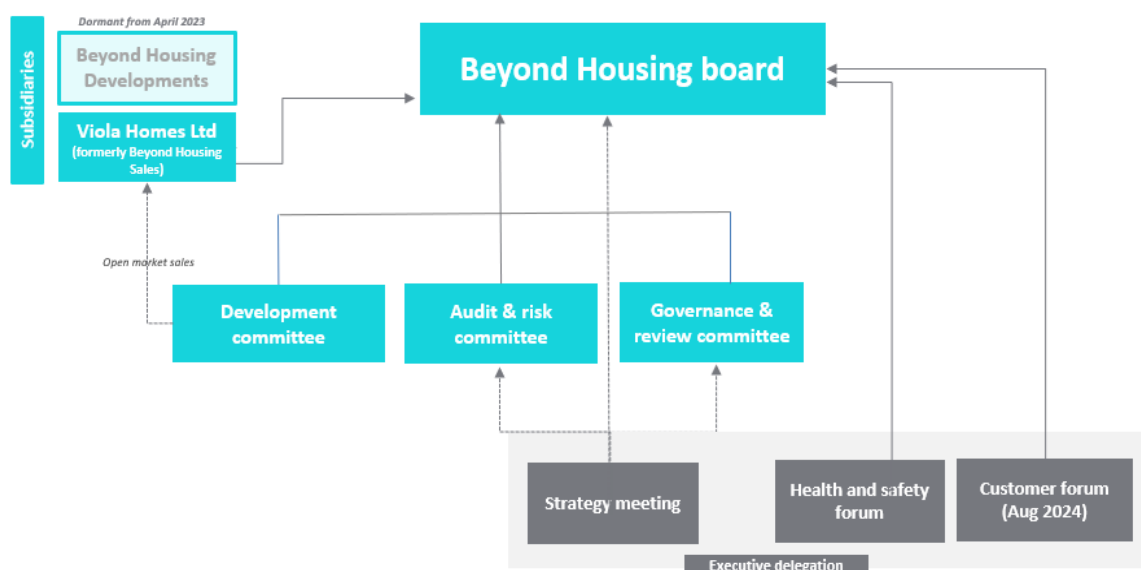
7.1 The Group governance arrangements consist of the following documents:-

- **Constitutional** – for BHL this is the ‘Rules’. BHDL and VHL have ‘Articles of Association’
- **Standing Orders** – documents certain elements of governance arrangements, procedures and delegations of authority within the Group and in doing so ensure compliance with constitution and the provisions for complying with the adopted Code of Governance.
- **Intra Group Agreement** – sets out the respective roles and responsibilities of Beyond Housing and its subsidiaries. This agreement will be terminated in Q1/2025 to facilitate VHL dormancy.
- **Loan Facility Agreement** – sets out the terms of a revolving on-demand loan facility between Beyond Housing Ltd (BHL) and Viola Homes Ltd (VHL). This agreement will be terminated in Q1/2025 to facilitate VHL to move into dormancy.



8.0 Standing Orders

- 8.1 The **Group Standing Orders** document certain elements of governance arrangements and procedures within the Group and in doing so ensure compliance with constitution and the provisions for complying with the adopted Code of Governance. The Standing Orders, via board terms of reference and financial regulations also make it very clear about decisions the Board reserve for itself, and those delegated to its committees and Chief Executive.
- 8.2 The Standing Orders also set out the committee structure, delegations and signpost to relevant policies.
- 8.3 The committee structure is set out below:



- 8.4 It should be noted in the event of any ambiguity or conflict arising between the Standing Orders and the Rules (in the case of Beyond Housing) or the relevant Articles of Association (in the case of any subsidiary), the terms of the Rules or the Articles of Association will prevail.
- 8.5 Contact the Group Company Secretary for any further advice or guidance.

9.0 Financial regulations

- 9.1 The financial regulations provide a clear and simple set of rules laying out the standards required in the conduct of financial transactions. They also ensure that decisions are delegated to the appropriate level and are consistent with the financial policies and procedures.
- 9.2 Contact the Chief Financial Officer for any further advice or guidance.

10.0 Review

- 10.1. This governance framework will be reviewed by the Board on an annual basis.

