



Brief for the appointment of

Director of Legal and Governance

MAY 2026



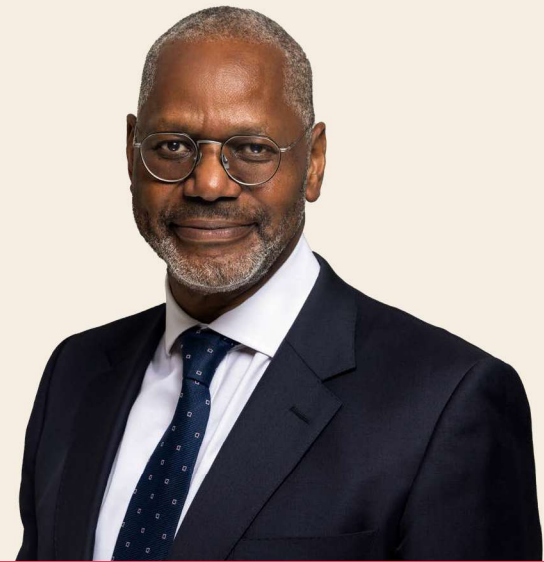


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Welcome to MTVH

Mel Barrett
Chief Executive,
Metropolitan Thames Valley Housing



On behalf of my Executive colleagues and the wider leadership team at Metropolitan Thames Valley Housing (MTVH), thank you for your interest in joining us as our Director of Legal and Governance.

MTVH is one of the UK's leading providers of affordable housing and support, built on a clear and enduring purpose: that everyone should have a quality home and the chance to live well. That purpose has guided us from our origins housing the Windrush generation through to the diverse communities we serve today, and it continues to shape how we lead, invest and make decisions.

Today, MTVH is a large, complex and highly regulated organisation, supporting over 130,000 residents across multiple regions. Residents, regulators and partners rightly expect strong leadership, sound judgement and absolute clarity in how decisions are made and assured. Meeting those expectations is fundamental to delivering reliable services, safe homes and long-term trust.

We are at an important moment in our organisational journey. Alongside the launch of our MTVH 2030 Strategy – Pride in Every Home, A Future Shaped by You, we have undertaken a high-level reorganisation of our senior leadership to strengthen our corporate centre and build clearer centres of excellence. The creation of the Director of Legal and Governance role is a deliberate part of that change, bringing governance, legal, risk and assurance into a single, senior leadership function at the heart of the organisation.

Joining MTVH in this role means playing a central part in strengthening how we operate as a leadership team and as an organisation - improving end-to-end decision-making, providing clear assurance to the Executive and the Board, and supporting a culture that is confident, accountable and focused on continuous improvement. It is an opportunity to help shape the way MTVH leads itself for the long term, in service of residents and communities.

Thank you for taking the time to consider this opportunity. If you share our ambition and are motivated by the chance to make a meaningful, organisation-wide impact, I very much look forward to hearing from you.

Our organisation

MTVH (Metropolitan Thames Valley Housing) is one of the UK's leading providers of affordable housing and care and support services. We are an affordable landlord to 130,000 residents living in 59,000 homes in London, the South East, East Midlands and East of England and are a member of the G15 group of London's largest housing associations.

Who we are

MTVH is recognised as an innovative and collaborative large-scale developer of affordable homes to rent or buy. We maintain £5 billion of assets and employ 2,000 colleagues. Our main property types are social and affordable rent, owned, Key worker and Supported Housing.

We are committed to creating a variety of affordable home ownership options alongside affordable rented properties. Innovation in housing options continues to be an important part of our role. Through our shared ownership brand, SO Resi, we help more people access home ownership despite ongoing affordability challenges and provide rent-to-buy routes via SO Flexi.

We offer a range of support services. Our specialist areas include older people, mental health and transitional services which provide intensive support to marginalised or vulnerable people.

We work to provide as many people as possible with the security of a safe, affordable and well-maintained home. We know that this can be the foundation they need to build better lives and to thrive.

Our roots proudly lie in housing the Windrush generation of migrants from the Caribbean, who arrived in the UK during the 1950s, facing squalor and insecure tenancies. We are highly connected to this founding story as a housing association first established to house Windrush migrants.

Seven decades later, we continue the work to champion migrants' housing needs through our Migration Foundation and the Molly Huggins Foundation and remain just as determined now as we were then, to provide homes which can transform lives.

Today, there are many people across the country who do not benefit from a good home and the opportunities this can offer. For those that do, the service and support they receive is not always of sufficient quality, where problems are heard, responded to, and put right.

At MTVH, we are determined to get the basics right every time. To work efficiently, so that residents can get on with their lives. To be visible and reliable. To provide residents with the foundation they need to live well.



MTVH



WINDRUSH 75

Inspired by our history.
Committed to preserving it.

Results at a glance



Group figures 2024/2025

£454m ↗

Turnover: before non-recurring income
(2024: £420m)

£148m ↗

Operating surplus: before net Building Safety and Non-recurring costs and before finance costs
(2024: £127m)

27%

Letting margin
(2024: 27%)

£136m ↗

Operating surplus: after net Building Safety and Non-recurring costs and before finance costs
(2024: £17m)

£48m

Surplus/(loss) after tax
(2024: £80m)

40% ↗

Gearing
(2024: 37%)

33% ↗

Operating margin: before Net Building Safety and Non-recurring costs and before finance costs
(2024: 30%)

30% ↗

Operating margin: after Net Building Safety and Non-recurring costs and before finance costs
(2024: 4%)



544 New homes delivered
(892 homes – 2023/24)
287 for rent, 183 Shared Ownership, 7 Rent to Buy/London Living Rent, and 67 homes for private sale via joint ventures



£165m Investment in existing stock
(2023/24 – £149m)
(maintenance, building safety, compliance and improvements)



4,970 Homes development pipeline
(2023/24 – 5,556)
Reduction due to significant progress on our regeneration schemes.



A- stable
Credit rating from Standard & Poors
(2023/24 – A-)



£419m Invested in acquiring land and building new homes
(2023/24 – £280m)



G2/V2 Governance/ viability rating downgraded from the Regulator of Social Housing: G2/V2
(2023/24 – G1/V2)



£3.4m Total financial support delivered to residents:
(£3m – 2023/24)



A- stable
Credit rating from Fitch
(2023/24 – A)



79% Employee Engagement Score
(2023/24 – 82%)



76% Satisfaction with repairs service
(2023/24 72%)



68% Overall resident satisfaction
(2023/24-68%)

All figures are as at end March 2026

Our mission

Our core purpose is ‘that everyone should have a quality home and the chance to live well’ – putting people at the heart of everything we do and guiding every decision we make.

- ❖ We will listen with respect and empathy.
- ❖ We will make things straightforward.
- ❖ We will be accountable.
- ❖ We will always be there for residents and the communities in which they live.

Our values

We are building a strong, customer-focused culture in which everyone understands the important part they play in delivering the aims of the organisation. The MTVH values are Dare, Care, Collaborate and Own

Our strategy

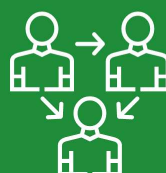
Through the nature of our work, we have the opportunity to develop new approaches that address the big social issues shaping where and how people live.

Our new MTVH 2030 strategy focuses on maintaining safe, quality home that residents can be proud of, understanding the needs and preferences of our residents and delivering an excellent service, and building new homes, working with communities and creating opportunities.



Dare:

Find better ways. We stay curious, try new ideas, learn from experience and make informed choices.



Collaborate:

Work as one. We engage with purpose, involve early and build trust.



Care:

People first. We treat everyone with respect, listen, act and keep people safe.



Own:

Take accountability. We step in, finish what we start and keep our customer at the centre of all we do.

Our residents

Residents are at the heart of everything we do and our mission is simple: to ensure everyone has a quality home and the chance to live well.

A copy of the MTVH Strategy is available at www.odgers.com/95967

Diversity & Inclusion flows through all organisational activity, with strong and active Colleague Network Groups, and diverse representation at all levels. That diversity is harnessed to strengthen decision-making and delivery. 48% of senior roles at MTVH are held by women.

Listening to residents and acting on what matters

- ❖ Residents are at the heart of MTVH's strategy and play a key role in shaping how services are designed and delivered. Through our Customer Voice Framework, we ensure residents are meaningfully involved in influencing performance and driving improvement.
- ❖ In 2025/26, we began refreshing the Framework to ensure it remains fit for the future and provides inclusive and varied opportunities for engagement. More than 1,000 residents contributed to this work. Across the year, over 2,700 residents took part in more than 50 engagement activities, including scrutiny reviews of our planned works communications and CCTV guidance, helping to strengthen transparency and service quality.

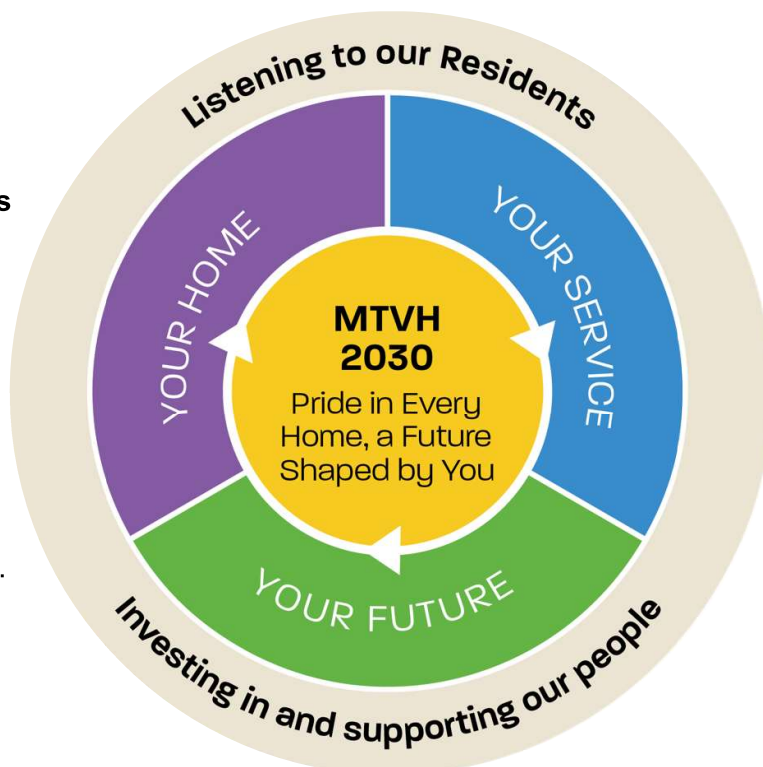
Improving the resident experience

Our Service is a core pillar of our strategy. We want every resident to receive consistently high-quality service.

Highlights include:

- ❖ £165 million invested in maintaining and improving existing homes in 2024/25 – a significant increase from previous years.
- ❖ In 2025/26 we delivered over 1,300 new homes with over 3,500 homes currently on site and under construction, directly and in partnership with national housebuilders, to help address the housing shortage. Energy efficiency improvements carried out on 239 homes, with over 85% of all homes now EPC C or better.

- ❖ Residents sit on our Customer Services Committee and contribute directly to governance and oversight.



Customer satisfaction remains an important priority, and our latest performance shows:

- ❖ 73% satisfaction with repairs.
- ❖ 70% resident satisfaction.

We continue to build on these results through our Customer Experience Strategic Plan.

Supporting residents through the cost-of-living

Many residents face financial strain, and MTVH provides tailored support to improve household stability and wellbeing.

In the past year our community work helped residents achieve £3.4 million in financial savings and gains.

This builds on our long-standing commitment to supporting those most affected by rising living costs.

Creating long-term social impact

Beyond housing, we continue to invest in communities and opportunities that help residents thrive:

- ❖ In partnership with organisations such as Tutors United, we've supported families with tutoring and education opportunities for over 10 years.
- ❖ Our health, skills and youth programmes help build resilience and create pathways to work, wellbeing and community connection.

Why this matters to MTVH – and to you as a candidate

The work we do is shaped by people and real challenges. Whether it's improving a repairs process, shaping resident communications, supporting those in financial hardship, or investing in safer, greener homes – every colleague at MTVH contributes to improving residents' lives.

Joining MTVH means being part of an organisation that:

- ❖ Listens to residents.
- ❖ Invests in homes and communities.
- ❖ Tackles inequality and hardship.
- ❖ Builds trust through transparency and accountability.
- ❖ Works together to help residents live well every day.



Our developments

Building new homes is an essential part of what we do.

We're involved in a number of major regeneration schemes that we're either leading or a partner in.

We have a fully funded development programme which will deliver over 10,000 homes over the next 10 years; we also have an ambitious property investment and building safety programme in place alongside one of the largest regeneration programmes in the country at Clapham Park, which will deliver over 2,400 new homes over the next 12 years.

We have a number of joint venture arrangements to develop and sell shared ownership and market sale homes. We are a successful, financially robust and innovative organisation, seeking new and beneficial development structures to cross subsidise the development of much needed affordable homes. We work in partnership with a number of developers, local authorities and other stakeholders to benefit our current and future customers.



Our finances

MTVH is a financially strong organisation with a turnover of circa £450 million and an operating surplus of circa £140 million. We maintain prudent and sustainable financial management, supported by a central treasury function that oversees how we borrow, invest and manage financial risk. This team sits under our Director of Corporate Finance, who reports directly to our Chief Financial Officer.

Independent oversight is provided by our Treasury Committee, made up of experienced non-executive and specialist members, who in turn report to our Board.

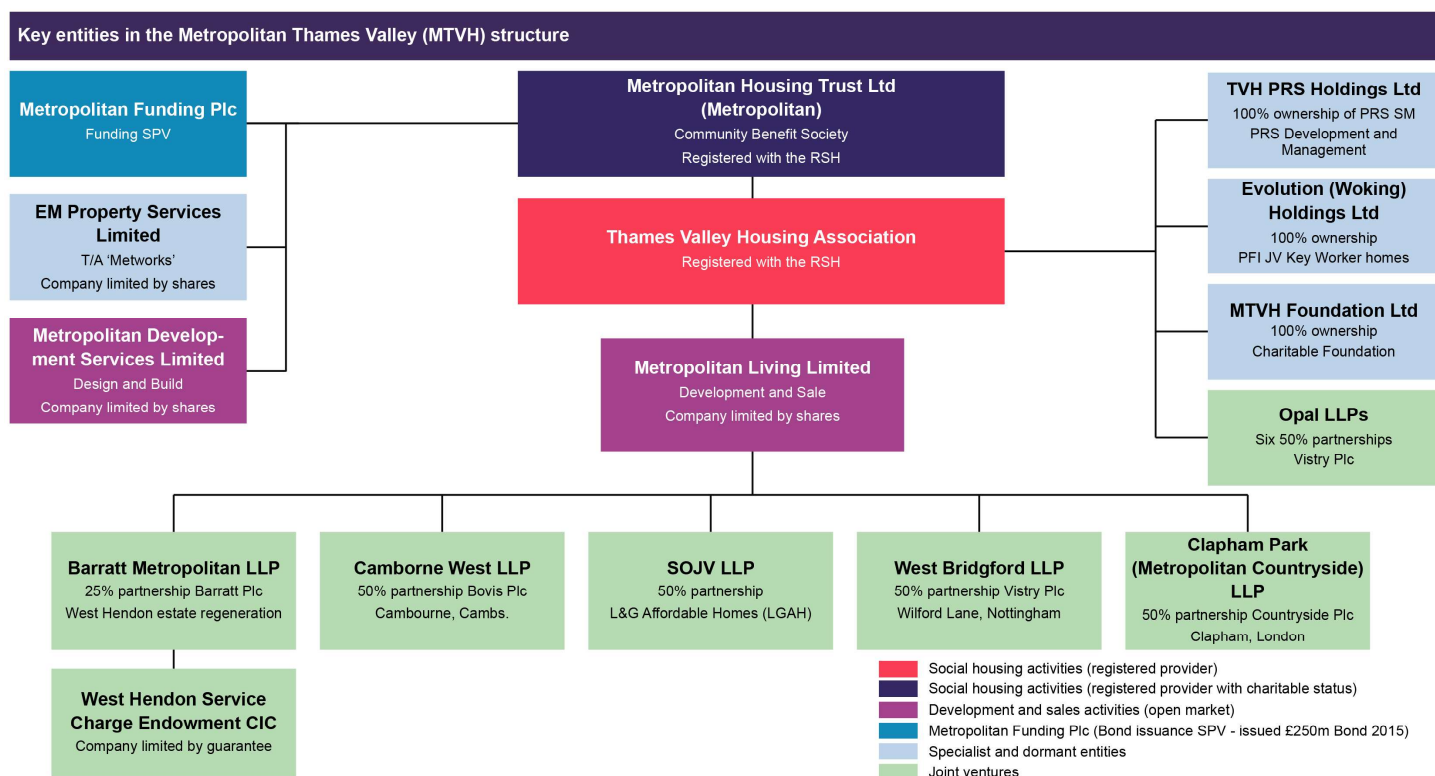
Our long-term borrowing is secured through a diverse mix of banks, building societies and capital markets, ensuring stable access to funding. MTVH currently holds strong credit ratings of A- (Stable) from S&P and A- (Stable) from Fitch, reflecting confidence in our financial resilience and long-term strategy. Last year, The Regulator of Social Housing confirmed our G2/V2 ratings, demonstrating strong governance and a compliant financial position.

The Group

Metropolitan Thames Valley is the trading name for Metropolitan Housing Trust Limited (MHT) and Thames Valley Housing Association Limited (TVH) and their subsidiaries.

MHT and TVH are registered societies for the benefit of the community and are regulated by the Regulator of Social Housing. MHT is authorised and regulated by the Financial Conduct Authority. MHT is an exempt charity. TVH is a subsidiary of MHT.

Metropolitan Thames Valley Group Structure



For more information about MTVH please visit www.mtvh.co.uk

About the role

This is a fantastic opportunity to step into a newly elevated, leadership role at the very centre of the organisation. The postholder will play a pivotal role in shaping how the organisation governs itself, makes decisions and manages risk end-to-end. Bringing together legal, governance and risk into a stronger centre of excellence, this role has licence to improve effectiveness, streamline decision-making and provide senior leaders and the Board with clear, confident assurance. As a member of the senior leadership cohort, the role is about more than functional oversight.

Role purpose

The Director of Legal and Governance is accountable for MTVH's corporate governance, company secretariat and legal and regulatory compliance across MTVH, ensuring arrangements meet statutory and regulatory requirements and reflect best practice.

The role supports effective decision-making across the organisation, providing authoritative advice and leadership across strategic and operational matters, including corporate governance, risk, assurance, compliance with regulatory standards and dispute/litigation management.

As a member of MTVH's Senior Leadership Team, the role builds strong relationships with senior executives across MTVH, works collaboratively to resolve cross-organisational issues, and contributes to the delivery of MTVH's Corporate Strategy.



Key responsibilities and outcomes

Strategy and Strategic Leadership

- ❖ Contribute to the development and delivery of MTVH's corporate strategy and long-term direction, ensuring alignment between organisational priorities and activity within the remit of the role.
- ❖ Act collectively as a member of the Senior Leadership Team to resolve cross-organisational issues, remove barriers to delivery and drive joined-up decision-making.

Operational Management and Delivery

- ❖ Lead the effective operational delivery of services and programmes within the remit of the role, ensuring plans are implemented, resources are coordinated and issues are managed to achieve agreed outcomes.

Financial Accountability

- ❖ Be accountable for the effective use of resources within the remit of the role, ensuring spend is planned, controlled and aligned to agreed priorities.
- ❖ Ensure decisions and plans deliver value for money and contribute to the organisation's financial sustainability.

Governance, Risk and Compliance

- ❖ Ensure compliance with all relevant legal, regulatory and policy requirements within the remit of the role, and proactively identify, manage and escalate risks to protect customers, colleagues and the organisation.
- ❖ Own and maintain the functional policy and procedural framework within the remit of the role, ensuring it remains current, compliant and effectively embedded.
- ❖ Accountable for ensuring the quality and integrity of data and records, enabling reliable reporting, monitoring and oversight of performance and progress.

People Leadership and Culture

- ❖ Lead, develop and motivate teams in line with MTVH values, building capability through effective recruitment, coaching and performance management to create a positive, inclusive and performance-focused culture that delivers high standards and accountability.
- ❖ Responsible for staff development and succession planning, ensuring sustainable leadership capability and resilience across the organisation

Stakeholder, Partnership and Governance Forums

- ❖ Manage internal and external stakeholder relationships via the relevant meetings, forums and committees, providing clear advice, reporting and decision support as required.
- ❖ Represent MTVH effectively in internal and external forums, building collaborative relationships that support delivery, risk management and good governance within the remit of the role.

Customer, Resident and Community Focus

- ❖ Ensure customer, resident and community outcomes are central to decision-making within the remit of the role, working with colleagues to provide clear, timely information and support that improves service experience and outcomes.

Performance, Improvement and Change

- ❖ Drive continuous improvement and change within the remit of the role, using performance insight to identify priorities, deliver measurable benefits and embed sustainable improvements in outcomes and ways of working.

Role specific duties

Legal Leadership and Advisory

- ❖ Set the direction, priorities and service standards for legal services at MTVH, aligned to corporate objectives and risk appetite.
- ❖ Provide authoritative legal advice and counsel to the Executive Team and Board, enabling effective decision-making.
- ❖ Horizon-scan legal and regulatory developments affecting MTVH and proactively advise on risks, opportunities and required actions.
- ❖ Assess legal risk associated with strategic and operational initiatives and define appropriate mitigation and assurance.
- ❖ Lead the in-house legal team and coordinate a panel of external legal advisors. Provide advice and guidance to decision-makers, linked to the organisation's risk appetite.
- ❖ Provide knowledge and skills development for operational teams to reduce reliance on external legal advice.
- ❖ Be the gateway for external legal advice, ensuring the advice is necessary, appropriately scoped and supports effective management of legal issues.
- ❖ Provide legal advice across a broad operational remit including tenancy and housing management matters, leasehold/shared ownership issues, contract negotiation and dispute resolution.
- ❖ Review, negotiate and approve complex agreements and legal documents to protect MTVH's interests.

- ❖ Lead the management of legal disputes and litigation, including tracking case status and risk exposure and providing clear updates and lessons learnt to senior leaders and the Board as required.
- ❖ Ensure MTVH's internal policies, practices and procedures are legally compliant and legally robust.

Corporate Governance and Company Secretariat

- ❖ Lead the delivery of company secretarial services, ensuring they are effective, compliant and aligned to MTVH's governance framework.
- ❖ Own and maintain MTVH's governance framework, ensuring the Board is effective and that governance arrangements, rules and decision-making processes comply with all relevant legal and regulatory requirements and recognised best practice.
- ❖ Lead the programming, preparation and servicing of Board, Committee, Subsidiary Board and Executive meetings, ensuring high-quality papers, decisions and record keeping.
- ❖ Plan and organise Board activities that ensure the Board is supported with the right information, knowledge, skills and an environment that supports effective scrutiny and decision-making.
- ❖ Provide governance support and assurance to the Executive Team and Board to enable robust oversight and effective accountability.
- ❖ Service the Board and all subcommittees and other forums within MTVH's governance structure, ensuring clear reporting, escalation and follow-through.

Risk, Assurance and Regulatory Oversight

- ❖ Responsible for MTVH's Risk Management and Assurance Framework, ensuring that risks are accurately recorded, assessed and responded to.
- ❖ Oversee the mapping of all assurance activities to give the Executive Team and Board confidence that risks are being effectively managed and the organisation complies with all legal and regulatory requirements.
- ❖ Manage a programme of audit and assurance activities linked to the organisation's top strategic risks.
- ❖ Maintain a comprehensive programme of insurance cover to transfer risk where appropriate and track claims data to ensure the programme is cost-effective.
- ❖ Provide assurance on MTVH's legal and regulatory risk position, advising on controls, mitigation and escalation.
- ❖ Responsible for organisational accountability as the Data Protection Officer (DPO), ensuring MTVH meets its statutory obligations in relation to data protection, privacy and information governance
- ❖ Champion data protection across MTVH and ensure compliance with applicable standards and requirements (e.g., GDPR and relevant security standards).
- ❖ Provide assurance on MTVH's regulated activities and regulatory engagement (e.g., CQC, FCA, Housing Ombudsman), and lead MTVH's response to regulatory issues or failure within remit.
- ❖ Ensure the organisation acts responsibly and transparently with customers' data, respecting their rights and responding to requests for data and information.

General responsibilities

Legal Leadership and Advisory

- ❖ Safeguarding, Safety and Compliance: To understand and comply with MTVH's safeguarding, safety and compliance policies, procedures and processes and support a positive safeguarding, safety and compliance culture across the organization.
- ❖ Values and Professional Conduct: Actively and effectively promote the organisations corporate values of Care, Dare, Collaborate. Role modelling appropriate behaviours and acting with the highest level of professionalism and integrity.
- ❖ Cross-Team Collaboration and Cover: Play an active role in contributing to effective cross-team working and provide cover for colleagues as required.
- ❖ Confidentiality and Data Protection: To maintain confidentiality with personal information and data regarding our customers, employees and stakeholders at all times ensuring compliance with the Data Protection Policy.
- ❖ Health and Safety: To comply with MTVH's Health and Safety policies, procedures, and processes and to promote health and safety compliance for all.
- ❖ Code of Conduct, Equality and Inclusion: To act at all times within MTVH's policies, procedures and code of conduct and uphold MTVH's commitment to Equality and Diversity

About the individual

Knowledge/skills/experience required

- ❖ Qualified solicitor/barrister or chartered governance professional (CGI Chartered Secretary) with significant senior experience in a complex, highly regulated environment.
- ❖ Proven track record of developing and embedding corporate governance frameworks and delivering high-quality Board and committee support within a group/subsidiary context.
- ❖ Strong working knowledge of social housing regulation and regulatory stakeholders (and/or equivalent regulatory environment), with the ability to horizon scan and translate requirements into practical action.
- ❖ Demonstrable experience leading or overseeing risk management and assurance (e.g., enterprise risk, risk appetite, assurance reporting, and oversight of insurance/risk transfer where in scope).
- ❖ Strong influencing, judgement and communication skills, including the ability to explain complex legal/governance issues clearly and produce high-quality papers at pace for Executive and Board audiences.
- ❖ Strong strategic leadership capability, with the ability to set clear direction, align teams to organisational priorities, and drive delivery at pace.

Location

London or Midlands



How to apply

Key dates

Candidates are encouraged to apply as soon as possible and may be invited to an interview with Odgers **during May and June** ahead of the shortlist meeting **late June 2026**.

Shortlisted candidates will be invited to attend an interview at the final interview stage with MTVH.

How to apply

We're proud to be an inclusive organisation. We encourage applicants from all sections of the community so that we can truly reflect the neighbourhoods we work in. We're particularly keen to hear from ethnically diverse candidates, and those with lived experience of social/affordable housing.

To apply, please submit a comprehensive CV along with a covering letter which tells us why you're interested in the role and demonstrates your experience related to the selection criteria. Please include the names and details of two referees. Referees will not be approached until the final stages and not without your permission.

The preferred method of application is online at: www.odgers.com/95967

If you are unable to apply online please email: elysha.sale@odgers.com

All applications will receive an automated response.

All candidates are also requested to complete an online Diversity Monitoring Form which will be found at the end of the application process. This will assist MTVH in monitoring selection decisions to assess whether equality of opportunity is being achieved. Any information collated from the Diversity Monitoring Forms will not be used as part of the selection process and will be treated as strictly confidential.

Personal data

In line with GDPR, we ask that you do NOT send us any information that can identify children or any of your Sensitive Personal Data (racial or ethnic origin, political opinions, religious or philosophical beliefs, trade union membership, data concerning health or sex life and sexual orientation, genetic and/or biometric data) in your CV and application documentation. Following this notice, any inclusion of your Sensitive Personal Data in your CV/ application documentation will be understood by us as your express consent to process this information going forward. Please also remember to not mention anyone's information or details (e.g. referees) who have not previously agreed to their inclusion.

Contact details

For a conversation in confidence, please contact:

Amber Cunningham
amber.cunningham@odgers.com

Henry Martin
henry.martin@odgers.com

We are committed to ensuring everyone can access our website and application processes. This includes people with sight loss, hearing, mobility and cognitive impairments. Should you require access to these documents in alternative formats, please contact 95967@odgers.com

Also, if you have any comments and/or suggestions about improving access to our application processes please don't hesitate to contact us response.manager@odgers.com.

