

# Agenda

## Shareholder Meeting

Date: **Monday 17 December 2018**

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Time: **6.00 pm**

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Place: **St Aldate's Room - Oxford Town Hall**

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For any further information please contact the Committee  
Services Officer:

**Catherine Phythian, Committee and Member Services  
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# Shareholder Meeting

## Membership

**Chair**            Councillor Susan Brown

Councillor Nigel Chapman

Councillor Mary Clarkson

Councillor Tom Hayes

Councillor Alex Hollingsworth

Councillor Mike Rowley

Councillor Christine Simm

Councillor Linda Smith

Councillor Ed Turner

Councillor Louise Upton

The quorum for this meeting is three members.

### Copies of this agenda

Reference copies are available to consult in the Town Hall Reception. Agendas are published 6 working days before the meeting and the draft minutes a few days after.

All agendas, reports and minutes are available online and can be:

- viewed on our website – [mycouncil.oxford.gov.uk](http://mycouncil.oxford.gov.uk)
- downloaded from our website
- viewed using the computers in the Customer Services, St Aldate's, or
- subscribed to electronically by registering online at [mycouncil.oxford.gov.uk](http://mycouncil.oxford.gov.uk)

# AGENDA

|   | Pages   |
|---|---------|
| <b>Items to be considered in public</b>   |         |
| <b>1 Apologies for absence</b>  |         |
| <b>2 Declarations of interest</b>   |         |
| <b>3 Minutes of the previous meeting</b>  | 7 - 12  |
| <b>Recommendation:</b><br>That the Housing Group Shareholder resolves to approve the minutes of the previous meeting held on 11 June 2018.  |         |
| <b>4 Scrutiny recommendations</b>   |         |
| To consider any recommendations of the Companies' Scrutiny Panel. These will be forwarded as a supplement following the Panel meeting on 12 December 2018.  |         |
| <b>5 Proposed amendment to the Housing Group Shareholder Agreement</b>  | 13 - 32 |
| <b>Report of:</b> The Company Secretary for the Housing Group<br><b>Purpose of report:</b><br>To request that the Shareholder considers, and if appropriate agrees, the proposed amalgamation of the original Shareholder's Agreement for Oxford City Housing Limited and its two subsidiaries Oxford City Housing (Investment) Ltd and Oxford City Housing (Development) Ltd (together "the Housing Group") with a short Supplemental Agreement previously agreed by the Shareholder Group in December 2017.<br><b>Recommendation:</b><br><b>That the Housing Group Shareholder resolves to:</b><br>1. <b>Agree</b> the amended Shareholder's Agreement for the Housing Group as attached to this report as Appendix 1, so that the original provisions agreed in March 2017 can be amalgamated in one single document with the additional provision, agreed in December 2017, to facilitate inter-company loan transfers. |         |
| <b>Items to be considered in private - matters exempt from publication</b>  |         |
| If the Shareholder wishes to exclude the press and the public from the meeting during consideration of any of the items on the exempt from  |         |

publication part of the agenda, it will be necessary for the Shareholder to pass a resolution in accordance with the provisions of Paragraph 4(2)(b) of the Local Authorities (Executive Arrangements) (Access to Information) (England) Regulations 2012 on the grounds that their presence could involve the likely disclosure of exempt information as described in specific paragraphs of Schedule 12A of the Local Government Act 1972.

The Shareholder may maintain the exemption if and so long as, in all the circumstances of the case, the public interest in maintaining the exemption outweighs the public interest in disclosing the information.

## **6 The future strategic direction of OCHL**

33 - 36

Stephen Clarke, Director and Chair of the OCHL Board, has submitted a report to inform the OCHL Shareholder Group of both implemented changes to Government housing policy and potential outcomes of recent Government consultations that could impact on OCHL's operating environment and strategic purpose

### **Recommendation:**

That the OCHL Shareholder resolves to:

1. Note the Government's recent changes and consultations associated with its housing policy and to request a further report examining options for the future direction of OCHL together with a revised business plan for approval.

## **7 OCHL Development Programme**

37 - 41

To receive a report detailing the progress made by the Housing Group on the delivery of the housing development projects.

The report will also be considered by the Companies Scrutiny Panel on 12 December 2018.

### **Recommendation:**

The Shareholder is invited to consider the report, and make any comments or recommendations as appropriate.

## **Councillors declaring interests**

### **General duty**

You must declare any disclosable pecuniary interests when the meeting reaches the item on the agenda headed "Declarations of Interest" or as soon as it becomes apparent to you.

### **What is a disclosable pecuniary interest?**

Disclosable pecuniary interests relate to your\* employment; sponsorship (ie payment for expenses incurred by you in carrying out your duties as a councillor or towards your election expenses); contracts; land in the Council's area; licenses for land in the Council's area; corporate tenancies; and securities. These declarations must be recorded in each councillor's Register of Interests which is publicly available on the Council's website.

### **Declaring an interest**

Where any matter disclosed in your Register of Interests is being considered at a meeting, you must declare that you have an interest. You should also disclose the nature as well as the existence of the interest.

If you have a disclosable pecuniary interest, after having declared it at the meeting you must not participate in discussion or voting on the item and must withdraw from the meeting whilst the matter is discussed.

### **Members' Code of Conduct and public perception**

Even if you do not have a disclosable pecuniary interest in a matter, the Members' Code of Conduct says that a member "must serve only the public interest and must never improperly confer an advantage or disadvantage on any person including yourself" and that "you must not place yourself in situations where your honesty and integrity may be questioned". What this means is that the matter of interests must be viewed within the context of the Code as a whole and regard should continue to be paid to the perception of the public.

\*Disclosable pecuniary interests that must be declared are not only those of the member her or himself but also those member's spouse, civil partner or person they are living with as husband or wife or as if they were civil partners.