

Open minutes of a meeting of the Shareholder and Joint Venture Group for Oxford City Council Companies

on Wednesday 24 June 2020

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SJVG members:

Councillor Brown (Chair)	Councillor Turner (Vice-Chair)
Councillor Hayes (Vice-Chair)	Councillor Chapman
Councillor Clarkson	Councillor Hollingsworth
Councillor Rowley	Councillor Linda Smith
Councillor Upton	

Officers representing the Council and/or supporting the Shareholder:

Anita Bradley, Monitoring Officer/ Head of Law and Governance
Nigel Kennedy, s151 Officer / Head of Financial Services
Tom Hudson, Scrutiny Officer, Companies Scrutiny Panel
Catherine Phythian, Law and Governance

Company Directors and support staff present for all or part of the meeting (see individual minutes for details):

Lindsay D Cane, Company Secretary for Oxford Direct Services, Housing Group and OxWED
Mike Day, Housing Group, Managing Director elect
Stephen Clarke, Director, Housing Group and Barton Oxford LLP
Jane Winfield, Director, Housing Group and Barton Oxford LLP
Simon Howick, Managing Director, Oxford Direct Services
Gregor Budde, Finance Director, Oxford Direct Services
Tim Sadler, Director, Oxford Direct Services
Tom Bridgman, Director, OxWED
Stephen Hing, OXWED Development Director
Kevin Minns, OXWED Executive director

Guests present:

Councillor James Fry, Chair, Companies Scrutiny Panel

Apologies:

Councillor(s) Tidball sent apologies.

Minutes

1. Declarations of interest

There were no declarations of interest.

2. SJVG Confidentiality and private session

The Shareholder and Joint Venture Group members agreed that all items relating to the individual companies would be discussed in private session. They agreed to exclude the public and also all directors and officers who were neither their advisers nor had a direct relationship with the company being discussed.

3. Scrutiny comments and/or recommendations

The Chair of the Companies Scrutiny Panel presented the recommendations from the meetings held on 13 March and 22 June 2020.

Recommendations relating to Oxford Direct Services

In March 2020 the Companies Scrutiny Panel had considered performance report from Oxford Direct Services on Q3 and year to date performance and made recommendations around two particular areas: public toilets, and identifying the most useful performance measures. The Shareholder noted that, as detailed in the report, the Council had accepted these recommendations.

At the meeting on 22 June the Companies Scrutiny Panel had recommended that the Council, when determining whether to recommence paused capital projects, gives weighting to the social value effects of capital projects as criteria. The Shareholder confirmed that it agreed with this recommendation.

Recommendations relating to the Housing Group

In March 2020 the Companies Scrutiny Panel had made two recommendations concerning housing efficiency and sustainability:

1. That the Shareholder and Joint Venture Group considers a report, when suitable data is available, detailing the impacts of the Housing Company building to differing levels of energy efficiency, particularly with reference to the potential impact on returns to the Council and the proportion of social housing delivered.
2. That the Shareholder and Joint Venture Group seeks the Housing Company to outline a model through which tenant spending on heating can instead be invested in energy-efficiency measures, and which balances the cost of delivering any such measures with the need to provide tangible reductions in heating bills to tenants.

The Shareholder confirmed its agreement to the first of the recommendations and its partial agreement to the second recommendation on the basis that it might be more appropriate for the Council's HRA team, rather than the Housing Group, to take the lead on that matter.

4. Oxford Direct Services Ltd and Oxford Direct Services Trading Ltd (ODS)

Present for this part of the meeting

Directors

Tim Sadler

Simon Howick

Others in attendance

Lindsay Cane (Company Secretary)

Gregor Budde (Finance Director)

a) Oxford Direct Services update report for 2019/20 (Private)

The Shareholder and Joint Venture Group welcomed the newly appointed Finance Director and recorded its thanks to the Directors and all employees of Oxford Direct Services for their hard work and commitment in response to the COVID-19 pandemic and in supporting the Council and the residents of Oxford.

The ODS Managing Director, spoke to the report which detailed the ODS Group performance for the financial year 2019/20.

The Shareholder and Joint Venture Group resolved to note:

1. ODS Group performance for the financial year 2019/20;
2. recent ODS Board activity;
3. progress on the ODS Business plan; and
4. consequential decisions.

Councillor Hayes assumed the Chair for part of this item as Councillor Brown lost internet connection. Councillor Brown had resumed the Chair for summing up on this item.

5. Oxford West End Development (OxWED)

Present for this part of the meeting

Oxford City Council's Company Directors

Tom Bridgman

Jane Winfield

Others in attendance

Lindsay Cane (Company Secretary)

Stephen Hing (OxWED Development Director)

Kevin Minns (Nuffield Company Director)

a) OxWED update report June 2020 (Private)

The Directors briefed the Shareholder on the approach that OxWED was taking towards the redevelopment of the Oxpens scheme.

The Shareholder and Joint Venture Group resolved to note the report.

b) Update on appointments - OXWED

The Company Secretary informed the Shareholder and Joint Venture Group on a change in Directors for the company. Nuffield College had recently appointed two new directors and the Council had appointed Jane Winfield, manager of the Council's Regeneration and Major Projects department, to join the OxWED Board.

The Shareholder and Joint Venture Group resolved to:

1. note the appointment of Jane Winfield as one of the three OxWED Board directors nominated by Oxford City Council.

6. Barton Oxford Limited Liability Partnership (LLP)

Present for this part of the meeting

City Council's representatives on the Limited Liability Partnership (LLP):

Jane Winfield
Stephen Clarke

a) Barton LLP update report June 2020

Jane Winfield, Regeneration and Major Projects Service Manager gave an update into the activities of Barton Oxford LLP over the past two quarters.

The pandemic meant that all building sites had been closed in March. Some contractors were now back on site observing Government guidance on safe working practices. It was too early to make any assumptions about the impact the COVID-19 pandemic would have on the Oxford housing market. As well as a potential fall in sales values there may also be changes to tenure demand. Historically, however, Oxford has proved to be resilient to falls in value due to high levels of latent demand.

The bus link from the A40 into Northway was open and the free bus service has started operating between the site and the John Radcliffe. This was an interim service which the County Council could extend by 3 months if the road connection has not been completed by September.

The Regeneration and Major Projects Service Manager undertook to circulate further information regarding the County Council's plans for the bus service.

The Shareholder and Joint Venture Group resolved to:

1. note the contents of the report and the confidential appendix.

7. Oxford City Housing Ltd - the Housing Group

Present for this part of the meeting

Directors

Stephen Clarke

Jane Winfield

Others in attendance

Lindsay Cane (Company Secretary)

Mike Day (Managing Director elect)

a) Governance Update on appointments for Housing Group of Companies

The Company Secretary presented the report which detailed recent appointments to the executive management team and in the composition of the Boards of the three Housing Group companies.

The Shareholder and Joint Venture Group resolved to:

1. Note that the Housing Group of companies had made the changes set out in the report (as previously authorised in principle by the Shareholder and Joint Venture Group) in regard to the composition of the Boards of each of three Housing Group companies: Oxford City Housing Limited; Oxford City Housing (Development) Limited and Oxford City Housing (Investment) Limited (collectively “the Housing Group”).
2. Note that Kerry Kyriacou and Rosemary Farrar, who were appointed as non-executive directors of the Housing Group in January 2020, were now recorded at Companies House as Board directors of the Housing Group.
3. Confirm the appointment of Richard Connolly as the third non-executive director of the Housing Group, and note his continuing appointment as a Board director.
4. Confirm the appointment of Mike Day as the Managing Director of the Housing Group and approve his appointment as a Board Director of the Housing Group for registration at Companies House.

The Shareholder and Joint Venture Group recorded its thanks to Richard Connolly for his work as interim Managing Director and looked forward to his continuing involvement as a Non-Executive Director to the Housing Group of companies.

The Chair welcomed Mike Day to his first meeting of the Shareholder and Joint Venture Group.

Councillor Turner left the meeting at the end of this item.

b) Housing Group Finance and Performance update report June 2020 (Private)

Stephen Clarke spoke to the report which provided an update on the 2019/20 outturn position; and on the development and acquisition programme, the business plan refresh, and the risk register.

The Shareholder and Joint Venture Group resolved to:

1. Note the draft consolidated financial outturn and commentary for 2019/20
2. Note the proposed OCHL development programme
3. Note the issues to be considered in the Business Plan re-fresh
4. Note the OCHL Risk Register and additional commentary

8. Minutes of the previous meeting (Part private)

The Shareholder and Joint Venture Group resolved to agree the public minutes of the meeting held on 19 November 2019 as a true and accurate record.

9. SJVG Dates of next meetings

The next meeting was scheduled for 16 September 2020.

The meeting started at 6.00 pm and ended at 7.45 pm

Chair

Date:

Note: the next meeting is on Wednesday 16 September 2020