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| To: | Shareholder and Joint Venture Group Meeting |
| Date: | 19 November 2019 |
| Report of: | Company Secretary of the Housing Group of Companies  |
| Title of Report:  | Appointment of a Managing Director to the Housing Group of Companies |

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| Summary and recommendations |
| Purpose of report: | The appointment of Board Directors to the Housing Group is a matter reserved for the Shareholder, and this report sets out the process through which it is intended that a new Managing Director be selected and appointed to join the Board. |
| Recommendation(s):That the Shareholder and Joint Venture Group resolves to: |
| 1. | Note that Oxford City Council, on behalf of the Housing Group, is proceeding with the recruitment of a Managing Director for the Housing Group for an initial fixed term of 2 years, to replace the current Interim Managing Director;  |
| 2. | Nominate two members of the Shareholder and Joint Venture Group to participate in the recruitment and selection process, to include membership of the interview panel, one of whom to be the Chair of the Shareholder and Joint Venture Group; |
| 3. | Following the selection of the successful candidate, to delegate authority to the Chair of the Shareholder and Joint Venture Group to appoint the successful candidate as a Board Director to the Housing Group for the term of his/her appointment as interim Managing Director. |

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| Appendices |
| Appendix 1 | Role profile for Managing Director of the Housing Group of Companies |

**Introduction and background**

1. The appointment of Board Directors to Oxford City Council’s housing group of companies (“the Housing Group”) is a matter reserved for the Shareholder.
2. On 25 September 2019 the Shareholder and Joint Venture Group resolved to agree *“that consideration is given to the need for and recruitment of a permanent Managing Director as part of the outcomes of the current OCHL review.”*
3. The City Council, acting on behalf of the Housing Group, is now proposing to undertake a process to seek a replacement for the current Interim Managing Director, whose contract with the council will come to an end at the end of November 2019. The proposed appointment of a new Managing Director for the Housing Group would bring external capacity and expertise. The focus for the Managing Director’s role will be to ensure that the delivery, resource and governance arrangements are fit for the purpose of delivering the Housing Group business plan. While the successful candidate would be employed by the City Council, he/she would be seconded, on a full time basis, to the Housing Group. It is proposed that the appointment be on an initial fixed term basis of 2 years with the possibility of extension by mutual agreement. A fixed term of this duration has been suggested by the recruitment specialists engaged in order to expedite the process, attract a wider range of candidates and to allow the shareholder flexibility to review the overall position after a period of some 18 months.
4. The recruitment process is underway and interviews for this position are scheduled to take place in the week beginning 16 December 2019. It is proposed that the interview panel will include the Leader of the Council, one other Shareholder representative and the Council’s Chief Executive. It is hoped that the successful candidate will be available to take up the appointment early in 2020.

The successful candidate will join the two existing directors, who also hold posts as Council officers, and it is intended that the Board be further strengthened by the appointment of up to three non-executive directors, able to add their external market experience and a more independent viewpoint.

# Financial implications

1. There are financial implications for the Housing Group arising from this report. Under the terms of the proposed secondment from the City Council, the Managing Director’s employment costs will be passed on in full to the Housing Group.
2. **Appointment as a Board Director**

Following the selection of the successful candidate as above, to ensure that he or she is able to participate fully in Housing Group Board decisions as quickly as possible, it would be helpful if there could be a minimum of delay before consideration is given to appointing the candidate as a Board director. To facilitate this process, it is proposed that the Shareholder grants delegated authority to the Chair of the Shareholder and Joint Venture group to consider the position and if appropriate to appoint the successful candidate as a director of the Housing Group.

# Legal issues

1. The Articles of Association (paras 19 and 21) for the Housing Group stipulate that each of the separate Housing Group company Boards shall have a minimum of three Directors, unless otherwise determined by ordinary resolution. With the imminent departure of the current Interim Managing Director, the proposed appointment of the successful candidate to the Board would mean that this requirement as stipulated in the Articles would be fully met.

# Level of risk

1. The risks of not having an effective Managing Director of the Housing Group were noted at the September 2019 meeting of the Shareholder and Joint Venture group. The actions proposed in this report are intended to remove any such risks.

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