

# Agenda

## for a meeting of the

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# Shareholder and Joint Venture Group for Oxford City Council Companies

Date: **Wednesday 21 June 2023**

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Meeting starts at: **6.00 pm**

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Place: **Long Room - Oxford Town Hall**

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For any further information please contact the Committee Services Officer:

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This meeting will be held mostly or entirely in private session as the Group will be discussing commercially sensitive matters and information relating to the Council's companies.

Many of the reports are not available to the public as they contain commercially sensitive information relating to the Council's companies.



**OXWED**

Oxford West End Development Ltd

*Barton Oxford  
LLP*

# Shareholder and Joint Venture Group

## Membership

**Chair**                    Councillor Susan Brown

**Vice-Chairs**        Councillor Ed Turner

<b>Members</b>	Councillor Chewe Munkonge	Councillor Nigel Chapman
	Councillor Linda Smith	Councillor Shaista Aziz
	Councillor Anna Railton	Councillor Ajaz Rehman

The quorum for this meeting is three members.

## Advisers to the Group (the SJVG)

Nigel Kennedy	s151 Officer / Head of Financial Services	Emma Griffiths	Law and Governance
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# Agenda items

Number	Agenda item	Approximate start times/ Pages
	<p>Public reports can be viewed individually from the SJVG meeting page on the council's website.</p> <p>Separate packs for each company, containing all the reports for that company, are sent to the SJVG members and their support officers and to those attending on behalf of that company.</p> <p>This agenda shows the approximate time when the SJVG will consider reports from each company.</p>	
1	<b>Apologies for absence</b>	
2	<b>Declarations of interest</b>	
3	<b>Scrutiny comments and/or recommendations</b>	
	<p>The Group is asked to consider any comments and/or recommendations from the Companies' Scrutiny Panel on matters not on the agenda.</p> <p>Representatives of the Companies' Scrutiny Panel may also comment on substantive items.</p>	
4	<b>Appointments to Company Boards and Joint Ventures [public]</b>	13 - 18
	<p>The Council's Head of Law and Governance has submitted a report seeking approval for changes in the Council's appointments to the boards of its companies and joint ventures.</p> <p><b>Recommendations:</b> That the Shareholder and Joint Venture Group resolves to:</p> <ol style="list-style-type: none"><li>1. Appoint Peter Matthew as one of the Council appointed Directors on the OCHL, OCH(D)L and OCH(I)L ("Housing Group" or "OX Place") Boards;</li><li>2. Appoint Jane Winfield as a Council appointed Director on the OxWED LLP Board, replacing Caroline Green;</li><li>3. Note the appointment of Peter Matthew as Client to ODSL and ODSTL, replacing Stephen Gabriel;</li><li>4. Note the Advisors to Shareholders for matters relating to the business of companies as:<ul style="list-style-type: none"><li>• ODSL and ODSTL – Tom Hook &amp; Peter Matthew</li><li>• Housing Group – Peter Matthew &amp; Tom Bridgman</li></ul></li></ol>	

- Barton Oxford LLP – Carolyn Ploszynski
- OxWED LLP – Tom Bridgman
- SOSV LLP – Tom Bridgman
- All – Nigel Kennedy & Rhian Davies

## Items relating to the Companies

The agenda item text indicates which documents are available to the public and which are private.

Public reports in this section are available on the website under each agenda to download individually but are not included in an agenda pack.

### 5 Barton Oxford LLP [public]

The Council's representatives on the Limited Liability Partnership (LLP) and supporting officers:

- Ian Brooke, Director
- Carolyn Ploszynski, Director
- Jane Winfield, Director
- Sarah Knight, Head of Development (Housing Services)

### 5a Quarterly Progress Report

#### Purpose of the report:

This report provides an update into the activities of Barton Oxford LLP (BOLLP) over the past quarter.

#### Recommendation:

That the Shareholder and Joint Venture Group resolves to **note** the contents of the report.

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### 6 SJVG Confidentiality and private session

If the SJVG 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 SJVG 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 SJVG 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.

## 7 OX Place [private]

The following OX Place representatives and supporting officers are expected to attend for this item:

- Helen Horne, Managing Director, OX Place
- Sarah Knight, Head of Development
- Kerry Kyriacou, Chair of OX Place
- David Watt, Strategic Finance Manager
- Michelle Chidgey, Head of Sales & Marketing
- Peter Matthew, Director (*subject to appointment at item 4*)
- Jane Winfield, Director
- Lindsay Cane, Company Secretary

### 7a Introduction from the Chair

### 7b Chair and Managing Director's Report

#### **Purpose of the report:**

To update the Shareholder on the day-to-day actions and progress since the previous OX Place Shareholder and Joint Venture Group meeting.

#### **Recommendation:**

That the Shareholder and Joint Venture Group resolves to **note** the contents of the report.

23 - 26

### 7c Governance Action Plan

#### **Purpose of the report:**

To update the Shareholder on the actions agreed by the Board in response to the RSM Governance Review completed in February 2023.

#### **Recommendation:**

That the Shareholder and Joint Venture Group resolves to **note** the actions suggested by Board in response to the Governance Review.

27 - 68

### 7d Risk Register

#### **Purpose of the report:**

To update the Shareholder as to the mechanisms the Board has put in place to identify, rank, monitor and control risks at Strategic, Executive

69 - 80

and Operational levels.

**Recommendation:**

That the Shareholder and Joint Venture Group resolves to note and comment on the Risk Register, taking account of the Board's comments included in the report.

**7e Estimated Group Finance Outturn Position for 2022/23**

**Purpose of the report:**

To provide the estimated 2022/23 financial performance position for each entity within the OX Place group in relation to its development and investment activity.

**Recommendation:**

That the Shareholder and Joint Venture Group resolves to note the contents of the report and associated appendices.

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**8 Minutes of the previous meeting [part private]**

**Recommendation:** to approve the public and private minutes of the Shareholder and Joint Venture Group meeting on 1 March 2023 as a true and correct record.

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## **Commercially sensitive information**

The private/ restricted access parts of this agenda contain commercially sensitive information relating to the Council's companies and joint ventures. The handling of confidential information is an important element in the relationship of trust that exists between members, officers and the public.

A mishandling of such information or its accidental or deliberate disclosure will damage that trust as well as possibly lead to formal proceedings being taken against the Council, individual members or officers.

The duty not to disclose information provided to a member in confidence is governed by the General Obligations under the Members' Code of Conduct contained in the Council's constitution (Paragraph 22.7).

## **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". 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.

### **Members Code – Other Registrable Interests**

Where a matter arises at a meeting which directly relates to the financial interest or wellbeing\*\* of one of your Other Registrable Interests\*\*\* then you must declare an interest. You must not participate in discussion or voting on the item and you must withdraw from the meeting whilst the matter is discussed.

### **Members Code – Non Registrable Interests**

Where a matter arises at a meeting which ***directly relates*** to your financial interest or wellbeing (and does not fall under disclosable pecuniary interests), or the financial interest or wellbeing of a relative or close associate, you must declare the interest.

Where a matter arises at a meeting which affects your own financial interest or wellbeing, a financial interest or wellbeing of a relative or close associate or a financial interest or wellbeing of a body included under Other Registrable Interests, then you must declare the interest.

You must not take part in any discussion or vote on the matter and must not remain in the room, if you answer in the affirmative to this test:

“Where a matter affects the financial interest or well-being:

- a. to a greater extent than it affects the financial interests of the majority of inhabitants of the ward affected by the decision and;
- b. a reasonable member of the public knowing all the facts would believe that it would affect your view of the wider public interest You may speak on the matter only if members of the public are also allowed to speak at the meeting.”

Otherwise, you may stay in the room, take part in the discussion and vote.

\*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.

\*\* Wellbeing can be described as a condition of contentedness, healthiness and happiness; anything that could be said to affect a person’s quality of life, either positively or negatively, is likely to affect their wellbeing.

\*\*\* Other Registrable Interests: a) any unpaid directorships b) any Body of which you are a member or are in a position of general control or management and to which you are nominated or appointed by your authority c) any Body (i) exercising functions of a public nature (ii) directed to charitable purposes or (iii) one of whose principal purposes includes the influence of public opinion or policy (including any political party or trade union) of which you are a member or in a position of general control or management.



## Shareholder and Joint Venture Group

### Information about Oxford City Council companies

Information about each company is also available on the [Companies House](#) website.



#### 1. Oxford Direct Services (ODS)

ODS is the wholly owned trading arm of the Council. It is structured as two companies that work together to deliver cost-effective public and commercial services include building, waste & recycling, streetscene, parks & open spaces, highways & engineering, motor transport and pest control.

##### Companies:

- (i) **Oxford Direct Services Limited (ODSL)** (Company no.10719222 )  
a “Teckal” company\* which provides services directly to the Council; and
- (ii) **Oxford Direct Services Trading Limited (ODSTL)** Company no.10719214  
is a trading company which trades and competes for business in the wider city economy:

Oxford City Council is the sole shareholder in both companies and both are controlled by the same Board of Directors.

\*see para 5 for the definition of “Teckal”



#### 2. The Housing Group Oxford

Oxford City Housing Limited (OCHL) is the Council's wholly owned housing company which aims to increase housing supply in Oxford. OCHL has two wholly-owned subsidiaries and the three companies are known collectively as “The Housing Group”

The Housing Group benefits from “Teckal” status

##### **Oxford City Housing Limited – OCHL** (Company no.10212716)

This is the parent or holding company for the two subsidiaries (listed below) which were established for the purposes of:

- (i) Buying and selling of own real estate and
- (ii) Letting and operation of own or leased real estate
- (iii) Development of housing projects

##### **Oxford City Housing (Investment) Limited – OCH(I)L** (Company no.10370637)

The purposes include:

- (i) Buying and selling of own real estate and
- (ii) Letting and operation of own or leased real estate

The company primarily procures the social rented housing being delivered at the major new mixed-tenure development at Barton Park, required of housebuilders as part of the Section 106 Agreement entered into by Barton Park LLP (the joint venture between the City Council and Grosvenor Estates). This arrangement is planned to continue for both current and future phases and is anticipated to provide in total 354 social rented homes over a number of years. The homes are let and managed by the Council but ownership remains with the company. The rental stream services the loans taken out by the company from the Council's General Fund. Future activity would also potentially include forms of ownership of market rented housing.

### **Oxford City Housing (Development) Limited – OCH(D)L** (Company no.10370647)

The purpose is:

- (i) Development of housing projects

The company delivers mixed tenure housing developments which include the sale of affordable housing units to the Council. For each development scheme there is usually:

- Open market housing for sale
- a 50% affordable housing requirement (subject to scheme viability) in the negotiated S106 agreement and
- 'additionality' where the Council secures grant/subsidy to support the purchase of some or all of the open market housing on each scheme, to 'flip the tenure' to achieve additional affordable housing, where this represents value for money.

### **3. Oxford West End Development Ltd (OXWED)** (Company no.09957392)



OXWED is a joint venture development partnership company with Nuffield College created to enable the delivery of a major new mixed used development on the Oxpens site, a key site to the west of Oxford City Centre.

The Council and Nuffield College each have a 50% holding in OXWED and each can appoint three directors to the OXWED Board which takes some strategic and all operational decisions.

OXWED has different shareholder arrangements from the other Council Companies because most shareholder decisions must only be taken by jointly by the shareholders (the Council and Nuffield College).

### **4. Barton Oxford Limited Liability Partnership (LLP)** (Company no.OC368330)

Barton Oxford LLP is a joint venture development partnership of the Council and Grosvenor Developments Ltd created to enable the delivery of the major new development now known as Barton Park.

The structure and governance of an LLP is different from that of a Limited Company.

## **5. Definitions**

**Teckal status:** The Housing Group and ODS benefit from “Teckal” status allowing them to trade (contract for works, services or supply) with the Council and other “Teckal” companies wholly within the ownership of the Council, without having to go through a competitive tender process.

A “Teckal” company benefits from contracts for works, services or supply from its controlling Contracting Authority (the Council) without having to go through a competitive tender process and must meet these tests among others:

- the Council must exercise a control which is similar to that which it exercises over its own departments – this means it/they must exercise a decisive influence over both strategic objectives and significant decisions of the controlled company either itself or through another subsidiary; and
- more than 80% of the activities of the company must be carried out in the performance of tasks entrusted to it by the Council.

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**To:** Shareholder and Joint Venture Group  
**Date:** 21 June 2023  
**Report of:** Head of Law & Governance  
**Title of Report:** Appointments to Company Boards and Joint Ventures

<b>Summary and recommendations</b>	
<b>Purpose of report:</b>	To seek approval for changes in the Council's appointments to the Boards of its companies and Joint Ventures.
<b>Recommendations:</b> That the Shareholder and Joint Venture Group resolves to:	
1.	<b>Appoint</b> Peter Matthew as one of the Council appointed Directors on the OCHL, OCH(D)L and OCH(I)L ("Housing Group" or "OX Place") Boards;
2.	<b>Appoint</b> Jane Winfield as a Council appointed Director on the OxWED LLP Board, replacing Caroline Green;
3.	<b>Note</b> the appointment of Peter Matthew as Client to ODSL and ODSTL, replacing Stephen Gabriel;
4.	<b>Note</b> the Advisors to Shareholders for matters relating to the business of companies as: <ul style="list-style-type: none"> <li>• ODSL and ODSTL - Tom Hook &amp; Peter Matthew</li> <li>• Housing Group – Peter Matthew &amp; Tom Bridgman</li> <li>• Barton Oxford LLP – Carolyn Ploszynski</li> <li>• OxWED LLP – Tom Bridgman</li> <li>• SOSV LLP – Tom Bridgman</li> <li>• All – Nigel Kennedy &amp; Rhian Davies</li> </ul>

<b>Appendices</b>	
Appendix A	Appointment of Directors to Oxford City Council Companies and Joint Ventures

## **Background and reasons**

1. Oxford Direct Services Limited (ODSL), Oxford Direct Services Trading Limited (ODSTL), and Oxford City Housing Limited (OCHL) are companies wholly owned by Oxford City Council. Barton Oxford LLP and OxWED LLP are the Council's existing joint venture vehicles and South Oxford Science Village (SOSV) LLP is a joint venture which is in the process of being incorporated.
2. The Shareholders' Agreement relating to each Company states that it is the responsibility of the Shareholder, the Council, to give prior written consent for the appointment and dismissal of any director to the boards of the companies. The Council's Constitution provides (Part 3.7) that the shareholder role will be performed by the Shareholder and Joint Venture Group (an executive committee appointed by the Leader of the Council).
3. The Members' Agreement relating to each Joint Venture states that it is the responsibility of the Council to give prior written consent for the appointment and dismissal of any director, member or representative it appoints to the board of the LLP. The Leader of the Council has determined that the Shareholder and Joint Venture Group will undertake this responsibility.
4. The changes in the Council's appointments to the boards of its Companies are as a result of the appointment of the new Interim Executive Director for Communities and People, Peter Matthew, in June 2023. The changes in the appointments to the Joint Ventures reflect expertise required for the stages of the projects.
5. The SOSV LLP has not yet been incorporated, but Tom Bridgman and Jane Winfield were appointed as Board Members effective from the point at which it is incorporated. These appointments were agreed by the Shareholder and Joint Venture Group in June 2022 and there are no further proposed changes to these appointments within this report.
6. The recommended appointments, along with the advisors to shareholder and clients, are set out at **Appendix A**.

## **Financial Implications**

7. There are no financial implications arising directly from this report.

## **Legal Implications**

8. The Council's Constitution (Part 3.7(c)) provides that the responsibility to represent the Council as Shareholder of each company is an executive function. The Leader of the Council may therefore determine the nature of such representation, currently operated through a Shareholder and Joint Venture Group.
9. The Directors hold a fiduciary duty to their company, but at the same time are also accountable to the Shareholder and as such owe duties to both the Council and the company.
10. As the Council and its companies are separate legal entities, care must be taken to ensure that conflicts of interest are avoided. The Council's Constitution provides that when Council officers are asked to provide advice in a situation where the interests of the Council and a company are not entirely aligned, individual officers should be assigned to advise or represent one side or the other, but should not act for both.

11. It is likely that there may be further changes proposed to appointments of Council representatives to Company and Joint Venture Boards. For agility and speed of decision making it should be noted that such decisions may be made by the Shareholder and Joint Venture Group collectively, or where necessary by a decision of the Leader as an Individual Executive Member.

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**APPENDIX A**Appointment of Directors to Oxford City Council Companies and Joint Ventures  
June 2023

<b>Company</b>	<b>Current Council Directors</b>	<b>Future Council Directors</b>	<b>Client</b>	<b>Advisors to Shareholder</b>
ODSL & ODSTL	Tom Hook	<i>No change</i>	Peter Matthew Bill Graves Mish Tullar <i>(waste and recycling only)</i>	Tom Hook Peter Matthew
OCHL (OX Place)	Stephen Gabriel Jane Winfield	Peter Matthew Jane Winfield	Tom Bridgman Dave Scholes	Peter Matthew Tom Bridgman
Barton LLP	Carolyn Ploszynski Ian Brooke Jane Winfield	<i>No change</i>	Sarah Knight	Carolyn Ploszynski
OxWed LLP	Caroline Green Tom Bridgman Carolyn Ploszynski	Jane Winfield Tom Bridgman Carolyn Ploszynski	Carolyn Ploszynski	Tom Bridgman
<i>When incorporated</i>				
SOSV LLP	Tom Bridgman Jane Winfield	<i>No change</i>	Jane Winfield Jenny Barker	Tom Bridgman
Advisors to all Council Companies and Joint Ventures:  Nigel Kennedy – s151 Officer Rhian Davies – Monitoring Officer				

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**To:** Shareholder and Joint Venture Group  
**Date:** 21 June 2023  
**Report of:** Sarah Knight, Head of Development  
**Title of Report:** Quarterly Progress Report relating to Barton Oxford LLP

<b>Summary and recommendations</b>	
<b>Purpose of report:</b>	This report provides an update into the activities of Barton Oxford LLP (BOLLP) over the past quarter.
<b>Recommendation(s): that the Shareholder and Joint Venture Group resolves to:</b>	<ol style="list-style-type: none"> <li><b>Note</b> the contents of the report.</li> </ol>

<b>Appendices</b>	
Appendix 1	CEP Q1 2023 Results

## Introduction and background

1. This is the fifteenth report to the Shareholder and Joint Venture Group covering the period since the previous update in March 2023.
2. By way of overview, the Barton project continues to deliver on site and from an LLP perspective is in the latter stages. There are three main areas of activity for the LLP – the sale of phase 3B; finalising any necessary agreements emerging from the development of land north of Bayswater Brook; and concluding the obligations emerging from the previous sale of parcels and the wider estate infrastructure.
3. As reported at the previous meeting, the wider economic context and market volatility has resulted in some slowing of build and occupations.

## Progress Update on individual phases

4. As previously reported, the first phase (developer: Hill) of 237 homes with 95 affordable is now completed with no significant issues to report.
5. The second phase (developer: Redrow) is to deliver 207 homes in total of which 83 are affordable. As at the end of May, Redrow had completed 71 private homes and 31 affordable homes. The next 17 affordable homes are

now expected to handover in June 2023. These have slowed slightly against forecast.

6. The third phase (developer: Countryside, now Vistry) is for 434 homes. This phase includes 174 S106 affordable homes; 96 “additional” affordable homes being sold to Places for People; and the retail element. They have commenced grounds works which they report are progressing well. The current forecast is that the retail offer will be completed in quarter three of 2024 which we will continue to monitor as it is a key issue for local residents. Vistry are in discussions and legals with a foodstore operator for the larger retail unit and have started marketing the smaller units. They reported to the most recent BICEP meeting that they were hoping to let to a café and a boutique shop.

### **Sale of Barton 3B**

7. As reported at the last Shareholder and Joint Venture Group, the “Hillside Case” has created a potential planning risk for the existing reserved matters consent (and therefore the LLP’s obligations under the sales of phases made to date). The advice to the LLP from solicitors and planning consultants has been that to mitigate this risk, the boundary of the planning application should be altered to remove Barton 3B from the existing consent. The dialogue with the Local Planning Authority continues as we await their legal advice as to how this should be progressed.
8. Until the LLP have resolved this issue, work with the prospective purchaser of Barton 3B has been paused. However, it is intended this will be progressed once resolved based on the original proposal of a highly sustainable, affordable housing scheme.

### **Land North of Bayswater Brook**

9. Work with Dorchester and the LLP on finalising the Option Agreement for pedestrian and cycle links through the liner park continues. An element of the financial contribution will be used to make a contribution towards the service charge for residents.

### **Community Employment Plan**

10. A Community Employment Plan steering group meeting was held in March 2023 with the representatives of Redrow, Vistry, the LLP, OxLEP, and Activate Learning. The current on-site statistics were reported as part of a process that will now become quarterly. These are included as **Appendix 1**. In areas such as local procurement, the housebuilders are exceeding targets set. Other areas need further work such as organising traineeships and site visits. The steering group and reporting will now happen quarterly which will support the housebuilders with any barriers they are finding and hold them to account over their performance in this area.

## Community and events

11. BICEP meetings continue on a quarterly basis. There is also a Residents Focus Group. Between these groups, concerns are getting addressed – for example, litter was an ongoing maintenance concern – which increased First Port site walks and the installation of additional bins is trying to address.

## Publicity

12. Members of the Shareholder and Joint Venture Group will remember that we had agreed to explore publicity around the delivery of affordable housing at Barton. As Vistry settle in to on-site delivery and the handovers from Redrow continue, we are looking to instigate this and the Communications Team are lined up to do this in July. The focus will be on the provision of social rent on the scheme.

## Financial Implications

13. There are no new financial implications arising directly from this report.

## Legal Implications

14. There are no legal implications arising directly from this report.

<b>Report author</b>	Sarah Knight
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Service area or department	Housing Services
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## Appendix 1 – CEP Q1 2023 Results

Action	Delivery	Agreed Target	Achieved Q1 2023	RAG Rating			Actions
			Q1	R	A	G	
1. Local labour, supply chain & procurement	1.1 Local employment/training					G	
	1.2 Local procurement	7%	7%			G	
	1.3 Meet the buyer events	2 events	0	R			Introductions made between OCC, Redrow and Vistry to facilitate participation.
	1.4 Employment -YP	5%	2.5%		A		
	1.5 Employment-Local	15%	12.5%		A		
	1.6 Social Enterprise	2 enterprises	0	R			Introduction made with Activate Learning.
2. Engaging with Education	2.1 Careers Events	2 events	1 event		A		
	2.2 Pupils/Schools	2 events	2 events			G	
	2.3 Site Tours	2 tours	0	R			OxLEP to forward potential opportunities to Redrow and Vistry.
	2.4 CEC Sign ups		0	R			
3. Youth & Apprenticeships	3.1 Apprenticeships	3%	6%			G	
	3.2 Traineeships	10 YP	5 YP	R			Introduction made with Abingdon Whitney College and Activate Learning.
4. Disadvantaged & Communities	4.1 SWAPs	30 people	0				SWAPs are no longer facilitated. Goal to be supplemented with traineeships.
	4.2 Volunteering	10 person days	10 person days			G	

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**Open minutes of a meeting of the  
Shareholder and Joint Venture Group  
for Oxford City Council Companies  
on Wednesday 1 March 2023**



**SJVG members:**

Councillor Brown (Chair)	Councillor Munkonge
Councillor Hollingsworth	Councillor Chapman
Councillor Linda Smith	Councillor Aziz
Councillor Railton	

**Officers representing the Council and/or supporting the Shareholder:**

Caroline Green, Chief Executive  
Marcia Ecclestone, Legal Advisor (Law and Governance)  
Nigel Kennedy, Head of Financial Services  
Lucy Brown, Committee and Member Services Officer (Law and Governance)

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

Tom Bridgman, Executive Director (Development)  
Stephen Gabriel, Executive Director (Communities and People)  
Jane Winfield, Head of Corporate Property

**Guests present (members of the Companies Scrutiny Panel)**

Councillor James Fry, Companies Scrutiny Panel  
Councillor Alistair Morris, Companies Scrutiny Panel  
Councillor Katherine Miles, Companies Scrutiny Panel

**Apologies:**

Councillors Turner and Rowley sent apologies.

## Minutes

### 30. Declarations of interest

There were no declarations of interest.

### 31. Scrutiny comments and/or recommendations

There were no recommendations from the Companies Scrutiny Panel tabled under this agenda item but members of the Companies Scrutiny Panel contributed to the discussion on all agenda items as minuted.

### 32. External Auditor Appointments 2022/23 [public]

#### a) External Auditor Appointment 2022/23 - Barton Oxford LLP

The Shareholder and Joint Venture Group considered a report from the Head of Financial Services which proposed the appointment of Mazars LLP as external auditor for the 2022/23 financial statements for Barton Oxford LLP.

Nigel Kennedy, Head of Financial Services advised the Group that the partnership board have requested further detail to the costings provided by Mazars LLP and that this be reviewed prior to final agreement. It was noted that, although likely to be agreed, the final decision would be taken at a later date by the Head of Financial Services as per the recommendation. However, in the event that the partnership board do not agree the appointment of Mazars LLP, a further report would be brought to the Group.

Therefore, the Shareholder and Joint Venture Group were advised to include an additional recommendation that would delegate authority to the Head of Financial Services to enable the decision to be taken in a timely manner, and included as *italics* below.

The Shareholder and Joint Venture Group **resolved** to:

1. **Note** the current position in respect of 2021/22, the current state of the audit market, and the increase in audit requirements.
2. **Approve** in principle the appointment of Mazars LLP as external auditor for the 2022/23 financial statements whilst noting that the appointment will need to be formally approved by the partnership board.
3. **To delegate authority to the Head of Financial Services to undertake detailed negotiations and agree terms with the partnership board prior to any agreement on the appointment of Mazars LLP as external auditor for the 2022/23 financial statements.**

#### b) External Auditor Appointment 2022/23 - Oxford City Housing Group



The Shareholder and Joint Venture Group considered a report from the Head of Financial Services which proposed the appointment of Mazars LLP as external auditor for the 2022/23 financial statements for the Oxford City Housing Group.

Nigel Kennedy, Head of Financial Services drew the Group's attention to the recommendation from the Housing Group to the appointment of Mazars LLP as external auditor for the 2022/23 financial statements.

The Shareholder and Joint Venture Group noted the risks associated with audit market capacity as highlighted within the report, and drew particular attention to the importance of financial information provided in a timely manner in order to mitigate this risk.

The Shareholder and Joint Venture Group **resolved** to:

1. **Note** the current position in respect of the 2021/22, the current state of the audit market, and the increase in audit requirements.
2. **Approve** the appointment of Mazars LLP as external auditor for the 2022/23 financial statements.

### **33. Barton Oxford LLP [public]**

The following Barton LLP representatives were present for this item:

- Sarah Knight, Head of Development (Housing Services)
- Jane Winfield, Director

#### **a) Quarterly Progress Report**

The Shareholder and Joint Venture Group considered a report which provided an update into the activities of Barton Oxford LLP (BOLLP) over the past quarter. Sarah Knight, Head of Development (Housing Services) and Jane Winfield, Director of BOLLP, responded questions from the Group as follows:

- As outlined within the report, the national housing market has been slowing, due to the increase in mortgage rates, the cost of living crisis and poor consumer confidence in the markets.
- Progress had been made with Vistry, and the LLP continued to forge positive working relationships to ensure obligations were met.
- Initial discussions had taken place with the Dorchester Group prior to the submission of their planning application, and progress would depend on the outcome of that application.
- Whilst the delay of the Community Employment Plan had been disappointing, work continued to take place with the Economic Development Team and the OXLEP, and the LLP continued to actively gather this information from Vistry and Redrow.
- If the final phase of the development delivered 100% of Affordable Housing, this would increase the overall stock to over 50%, however more definite figures could be provided.

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

### **34. SJVG Confidentiality and private session**

The Shareholder and Joint Venture Group passed a resolution in accordance with the provisions of Paragraph 4(2)(b) of the Local Authorities (Executive Arrangements) (Access to Information) (England) Regulations 2012 to exclude the press and members of the public on the grounds that Oxford City Council, Town Hall, St Aldate's, Oxford, OX1 1BX their presence could involve the likely disclosure of exempt information as described in specific paragraphs of Schedule 12A of the Local Government Act 1972.

### **35. OX Place [private]**

The following Ox Place representatives were present for this item:

- Helen Horne, Managing Director, Ox Place
- Sarah Knight, Head of Development
- Kerry Kyriacou, Chair of Ox Place
- David Watt, Finance Business Partner
- Lindsay Cane, Company Secretary
- Jane Winfield, Director

#### **a) Introduction from the Chair**

The Shareholder and Joint Venture Group received a verbal update from Kerry Kyriacou, Chair of Ox Place, and with Helen Horne, Managing Director of Ox Place, answered questions from those members of the SJVG and Companies' Scrutiny Panel present at the meeting in a private session.

#### **b) Managing Director's Report**

The Shareholder and Joint Venture Group received a report from Helen Horne, Managing Director of Ox Place, which provided an overview of the activities of Ox Place and answered questions from those members of the SJVG and Companies' Scrutiny Panel present at the meeting in private session.

The Shareholder and Joint Venture Group **resolved** to agree the recommendations detailed in the report.

#### **c) Proposal for re-appointment of Non-Executive Directors to the Board**

The Shareholder and Joint Venture Group received a report which asked the SJVG to consider the reappointment of both Kerry Kyriacou and Rosemary Farrar as non-executive directors of the housing group of companies. Helen Horne, Managing Director of Ox Place answered questions from those members of the SJVG and Companies' Scrutiny Panel present at the meeting in private session.

*Kerry Kyriacou left the meeting for this item*

The Shareholder and Joint Venture Group **resolved** to agree the recommendations detailed in the report.

**d) Appointment of Additional Member of the Housing Companies' Audit, Risk and Governance Committee**

The Shareholder and Joint Venture Group received a report which presented, primarily for information purposes, but also to consider whether and how it wished to participate in the selection process for an additional independent person to join OCHL's Audit, Risk and Governance Committee. Lindsay Cane, Company Secretary, answered questions from those member of the SJVG and Companies' Scrutiny Panel present at the meeting in a private session.

The Shareholder and Joint Venture Group **resolved** to agree the recommendations detailed in the report.

**e) OX Place Development Finance Update - December 2022/23**

The Shareholder and Joint Venture Group considered a report which provided a developmental financial position for Ox Place as at the end of December 2022 (Period 9) together with a related forecast projected outturn for the remainder of the 2022/23 financial year.

Helen Horne, Managing Director of Ox Place and David Watt, Finance Business Partner, answered questions from those members of the CHVG and Companies' Scrutiny Panel present at the meeting in a private session.

The Shareholder and Joint Venture Group **resolved** to agree the recommendations detailed in the report.

**f) OX Place Proposal for a For-Profit Registered Provider**

The Shareholder and Joint Venture Group received a report which outlined the rationale for an Ox Place Registered Provider (RP) to facilitate the continued growth and delivery of more new affordable homes.

Helen Horne, Managing Director of Ox Place answered questions from those members of the SJVG and Companies' Scrutiny Panel present at the meeting in private session.

The Shareholder and Joint Venture Group **resolved** to agree the recommendations detailed in the report.

**36. OxWED [private]**

The following representatives were present for this item:

- Kevin Minns, Managing Director of OxWED LLP
- Jonathan Solomon, JDS Real Estate
- Tom Bridgman, Director

- Caroline Green, Director

**a) OxWED LLP: Stage 2-3 update to OCC Shareholder and Joint Venture Group**

The Shareholder and Joint Venture Group considered a report which provided an update into the activities of OxWED LLP. Tom Bridgman, Director, Kevin Minns, Managing Director and Jonathan Solomon, JDS Real Estate, answered questions from those members of the SJVG and Companies' Scrutiny Panel present at the meeting in a private session.

The Shareholder and Joint Venture Group **resolved** to agree the recommendations detailed in the report.

**37. Minutes of the previous meeting [part private]**

The Shareholder and Joint Venture Group received the public and private minutes of the meeting of 2 November 2022 and **resolved** to agree these as a true and accurate record.

**The meeting started at 6.05 pm and ended at 8.40 pm**

**Chair:** .....

**Date:**

**Note: the next meeting is on Wednesday 21 June 2023**

By virtue of paragraph(s) 3 of Part 1 of Schedule 12A  
of the Local Government Act 1972.

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