

**To:** Shareholder meeting: The Housing Group  
**Date:** 30 May 2019  
**Report of:** Company Secretary  
**Title of Report:** Appointment of Director to the Housing Group of Companies

Summary and recommendations	
<b>Purpose of report:</b>	Only the Shareholder may appoint Board Directors to the Housing Group of companies and this report seeks the Shareholder's agreement to the appointment proposed below.
<b>Recommendation(s): That the Housing Group Shareholder resolves to:</b>	
<ol style="list-style-type: none"> <li>1. Appoint Richard Connolly as a Director of Oxford City Housing Limited, Oxford City Housing (Development) Limited and Oxford City Housing (Investment) Limited with immediate effect.</li> </ol>	

### Introduction and background

1. The Shareholder Agreement provides that 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. The Housing Group directors and City Council officers are proposing the appointment of a Managing Director on an interim basis to bring in additional external capacity and expertise. The focus for the Interim Managing Director role will be on ensuring that the delivery, resource and governance arrangements are fit for the purpose of delivering the Housing Group business plan. The role will also assist the Housing Group to assess the potential for a further, expanded development programme and to make recommendations on delivery model options.

### Director Appointment

3. Following a competitive recruitment process, it is proposed that Richard Connolly be appointed as a Director of each of Oxford City Housing Limited, Oxford City Housing (Development) Limited and Oxford City Housing (Investment) Limited, the three Housing Group companies, with immediate effect.

4. Richard has extensive experience in advising local authorities, housing associations and housing/development companies on direction, governance, investment and delivery. He has been Chief Executive and Executive Director of housing development companies and is a Non-Executive Director of two housing companies. In various roles he has had responsibility for strategic leadership and direction, oversight and governance, finance and investment and delivery of housing growth through land assembly, construction, development, regeneration, and strategic partnerships.
5. Richard will be employed by the Council on a fixed-term basis, and seconded to the Housing Group, with the intention that he is then appointed as Interim Managing Director of each company. He will be employed on a 3 days per week basis, for an initial period of 6 months, with a possibility of extension.
6. No other changes are proposed to the Boards of Directors of the Housing Group of companies.

### **Financial implications**

7. There are financial implications for the Housing Group arising from this report. While an employee of Oxford City appointed as a Company Director of the Housing Group does not receive separate remuneration for their service, under the terms of his secondment, Richard's employment costs will be passed on to the Housing Group.

### **Legal issues**

8. 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. As the appointment of Directors is a matter reserved to the Shareholder, the appointment recommended in this report would, on implementation, mean that this requirement as stipulated in the Articles would be fully met.

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