

Decision type: Decision Specifically Delegated to Officers

Decision date: 26th January 2026

Decision maker: Caroline Green, Chief Executive

Decision title: Extension of term of office of Non Executive Directors on Oxford City Homes Ltd (OX Place) Board

Summary	
Decision being taken:	To extend Kerry Kyriacou and Rosemary Farrar terms of office as Non Executive Directors on the Board of Oxford City Homes LTD (OX Place.)
Key decision:	No
Source of delegation:	At their meeting on 1 st December 2025, the Shareholder and Joint Venture Group resolved to: <i>Delegate authority to the Chief Executive to approve the extension of Kerry Kyriacou's and Rosemary Farrar's terms</i> Ox City Council SJVG Minutes
Cabinet Member:	Councillor Nigel Chapman, Cabinet Member for Citizen Focused Services and Council Companies
Corporate Priority:	Good, affordable homes; Well-run Council.
Policy Framework:	None.

The Chief Executive decides as follows:

1. To extend Kerry Kyriacou's term of office as a Non Executive Director on the Board of Oxford City Homes Ltd (OX Place) until 5th April 2026
2. To extend Rosemary Farrar's term of office as a Non Executive Director on the Board of Oxford City Homes Ltd (OX Place) until 30th October 2026

Appendix No.	Appendix Title	Exempt from Publication
N/A	N/A	N/A

Introduction and background

1. Kerry Kyriacou and Rosemary Farrar were appointed as Non-Executive Directors (NEDs) to Oxford City Homes Ltd (OX Place) on 15th January 2020 for a three-year term, which was renewed for a second three-year term on 1st March 2023. Kerry has served as Chair of the Board for the duration of his term of office. Both terms of office end on 10th February 2026. Best practice guidance recommends that NEDs serve a maximum of two terms on the Board of a Local Authority Trading Company (LATCo).
2. Recruitment of two new NEDs is currently in progress, and we expect to appoint a NED to serve as Chair of the Board in February 2026 and a further NED shortly after.
3. The decision to extend the terms of the current NEDs is to ensure continuity in the roles until the new NEDs are appointed and a smooth transition.
4. Kerry Kyriacou's term will be extended until the end of the financial year (5th April 2026).
5. Rosemary Farrar chairs the Audit, Risk and Governance Committee and plays an important role in oversight ensuring financial integrity and effective risk management of the company. Rosemary's term will be extended until 30th October 2026 to enable a period of transition for an incoming NED to gain full understanding of the programme and to ensure resilience whilst the refreshed Board is established.
6. This decision was discussed in principle and agreed at the Shareholder and Joint Venture Group meeting on 1st December 2025 and the decision was delegated to the Chief Executive to allow the length of the extensions to be finalised with the serving NEDs.

Reasons for the decision

7. The decision will ensure continuation of independent NEDs on the company Board in accordance with good practice for LATCos and will allow for effective transition to incoming NEDs.
8. If this decision was not taken, governance of Oxford City Homes Ltd (OX Place) would be weakened until the new Board members were in place.

Alternative Options Considered

9. An alternative option could have been not to extend the terms of office and rely solely on council officers serving as NEDs. This was rejected because council officers do not have the capacity and independent expertise is highly valued on the Board. Asking the existing NEDs to serve for a further 3 year term would have been possible, but is not in line with best practice and was therefore not recommended.

Equalities Impact

10. There is no equalities impact arising from this decision as a temporary extension of the NEDs terms of office does not change current representation on the Board. It does allow for a new recruitment process which will be conducted in line with the Council's policy on inclusive recruitment.

Risks

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11. There is a risk that we will not recruit successfully to the NED roles, or that a successful candidate for Chair will not be able to commence the role in April 2026. This risk is being managed through the recruitment process which is demonstrated positive levels of interest in the roles, and the longer extension of Rosemary Farrar's role.

Implications of making the decision

Financial implications	None	Completed by: Nigel Kennedy, Group Finance Director (Section 151 Officer) Date: 21/01/2026
Legal implications	None	Completed by: Emma Jackman, Director of Law, Governance and Strategy (Monitoring Officer) Date: 23/01/2026
Other implications	N/A	Completed by: Jonathan Malton Date: 26 January 2026
Member declared interests	N/A	Completed by: Jonathan Malton Date: 26 January 2026

Background Documents


Report author	Caroline Green
Job title	Chief Executive
Service area or department	Chief Executive

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Email contact

cgreen@oxford.gov.uk

Consultee checklist

Consultees	Name and job title	Date
Senior officer e.g. the relevant service manager / Director where the decision maker is the Chief Executive or a Deputy Chief Executive.	N/A	
Group Finance Director Where required by the Constitution or conditions of the delegation	 Nigel Kennedy	21/01/26
Director of Law, Governance and Strategy Where required by the Constitution or conditions of the delegation	Emma Jackman	23/01/26
Cabinet Member(s) Where required by the conditions of the delegation	N/A	
Ward Members Where required by the Constitution or conditions of the delegation	N/A	

Decision Maker Approval

Name and job title	Date
Caroline Green, Chief Executive	26/01/26

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NOTES

The law¹ requires the Council to record executive and non-executive decisions taken by officers under delegated powers and to publish them on the Council's website.

These requirements apply to decisions that would have been taken by Council or the Cabinet if delegated powers had not been given to an officer:

- under an express delegation granted at a meeting of Cabinet, Council or a Committee.
- in accordance with Part 4.4 of the Constitution as follows:
 - Awarding a contract where authority has been specifically delegated to officers by Cabinet or a Cabinet Member (regardless of value)
 - Acquiring or disposing of freeholds or leaseholds granting new leaseholds (excluding assignments and rent reviews) where authority has been specifically delegated to officers by Cabinet or a Cabinet Member (regardless of value)
 - Making a regulatory order which affects a number of people, for example a Public Space Protection Order or a Parking Place Order
 - Where the effect of a decision is to grant a licence or permission or it affects the rights of citizens
 - Discharging any other express delegation from Cabinet or a Cabinet Member a committee or Council.

These requirements **do not** apply to:

- planning and licencing matters where there are established arrangements for recording decisions: or
- decisions which are purely administrative or operational in nature

All other officer decisions should be recorded on an officer decision form but do not need to be published. They must though be stored so as to ensure that they are not lost should an officer leave the authority.

Exempt or Confidential information

Information relating to a delegated officer or single member decision does not have to be made public if it is exempt or confidential. Summary information from this decision sheet (excluding all exempt or confidential information) will be published on the Council's website.

¹ the Local Authorities (Executive Arrangements) (Meetings and Access to Information) (England) Regulations 2012/2089 (Regulation 13(4)) and The Openness of Local Government Bodies Regulations 2014/2095 (Regulation 7)

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Key or Non Key Decision

A key decision is an executive decision which is likely to:

- Have a significant effect on people living or working in a least two wards or
- Involve spending, income, or saving a significant amount – whether an amount is significant depends on the Council's total budget for the service involved. For this Council 'significant' in budgetary terms is:
 - Expenditure, income, or savings of £750,000 or greater in the context of the medium term financial strategy,
 - Acquiring or disposing of freeholds with a consideration over £500,000 in the context of the medium term financial strategy except for disposals pursuant to right to buy legislation
 - Acquiring or disposing of leaseholds where either the rental value is in excess of £250,000 per annum and/or the premium is £750,000 except for statutory lease renewals under Part 2 of the Landlord and Tenant Act 1954 and disposals pursuant to right to buy legislation and disposals pursuant to right to buy legislation.
 - Acquiring or disposing of easements with a value over £750,000 and/or rental value over £250,000 each year

A key decision can only be taken and recorded here if notice of it has been published on the Forward Plan for at least 28 clear days. Key decisions taken by officers may be "called in" by any four councillors or the Chair of the Scrutiny Committee within two days of the notice of decision being published.

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