

Report to Council

21 February 2024

By the Cabinet Member for Housing, Communities & Wellbeing



**Horsham
District
Council**

DECISION REQUIRED

Proposed update to the Board of Directors for the Council owned affordable housing companies

Executive Summary

In March 2019, Cabinet approved the creation of two companies for the purposes of providing affordable rental housing in the District. Horsham District Homes Ltd (HDH), the development company, was incorporated in August 2019 and Horsham District Homes (Holdings) Ltd (HDH(H)) was incorporated in December 2019.

The board of Directors are in place to control the operation and management of the Company. A shareholder's agreement is in place between the Council and the Companies and details matters that are reserved to Cabinet for approval. The appointment and the appointment terms of any Council appointed Directors and the removal of any Council appointed Directors are reserved matters.

Due to the imminent departure of the former Head of Property and Facilities and departure of the former Head of Housing and Communities it is necessary to amend the Board of Directors for the housing companies.

Recommendations

That the Council is recommended to:

- i) Note the resignation of Brian Elliott from the Board of Directors of HDH and HDH(H).
- ii) Note the resignation of Robert Jarvis from the Board of Directors of HDH(H).
- iii) Approve the appointment of Andrew Smith, Head of Housing and Communities, to the Board of HDH and HDH(H) Limited on the terms contained in Appendix A.
- iv) Approve the appointment of Elizabeth Williams, Head of Property and Facilities, to the Board of HDH and HDH(H) Limited on the terms contained in Appendix A.

Reasons for Recommendations

To ensure that the Housing Companies have a properly constituted Board of Directors following the resignations of two directors .

Background Papers

Cabinet report 21 March 2019

Wards affected: All

Contact:

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Background Information

1 Introduction and Background

- 1.1 The Council incorporated two housing subsidiary companies in 2019.
- 1.2 Due to the imminent departure of the former Head of Property and Facilities and departure of the former Head of Housing and Communities it is necessary to amend the Board of Directors for the housing companies.

2 Relevant Council policy

The 2023 to 2027 Council Plan sets out the Council's strategic objectives and includes supporting people and communities, improving access to affordable housing and community services.

3 Details

- 3.1 The current Directors are:

Horsham District Homes Limited	Horsham District Homes (Holdings) Limited
Paul Anderson	Paul Anderson
Brian Elliott	Brian Elliott
Samantha Wilson	Samantha Wilson

- 3.2 Brian Elliott will be leaving Horsham District Council in March 2024 and the Board have reviewed the impact of this on the Companies and feel it is appropriate to replace the directors who have recently resigned with two new directors.

4 Next Steps

Within 14 days of the change, submit to Companies House, the documentation to formally remove Brian Elliott from the Board of HDH and HDH(H) and appoint Andrew Smith and Elizabeth Williams to Board of HDH and HDH(H).

5 Views of the Policy Development Advisory Group and outcome of consultations

- 5.1 The appointment and removal of Directors to the housing companies is a reserved matter, this report is for approval and is not related to policy development.

6 Other courses of action considered but rejected

No other courses of action were considered. The company's Articles state that there must be a minimum of three directors on the board for each company and the

resignation of Brian Elliott has triggered a review of the board.

7 Resource consequences

- 7.1 There are no significant resource implications.

8 Legal consequences

- 8.1 The Articles for both companies provide that the Council may at any time appoint or remove directors.
- 8.2 The Shareholder's Agreement provides that council approval is required for the appointment of directors to the Housing Companies.
- 8.3 The changes in directorship will be updated at Companies House.

9 Risk assessment

There is no risk associated with these changes.

10 Procurement implications

- 10.1 There are no procurement implications associated with this report.

11. Equalities and Human Rights implications / Public Sector Equality Duty

- 11.1 There are no equalities and human rights implications associated with this report.

12 Environmental Implications

- 12.1 There are no environmental implications from this report.

13 Other Considerations

- 13.1 There are no GDPR / Data Protection or Crime & Disorder implications arising from this report