

## CABINET

<b>Date of Meeting</b>	Tuesday, 21 <sup>st</sup> November 2017
<b>Report Subject</b>	North East Wales Homes Limited
<b>Cabinet Member</b>	Cabinet Member for Corporate Management and Assets
<b>Report Author</b>	Chief Officer (Governance)
<b>Type of Report</b>	Operational

### EXECUTIVE SUMMARY

Councillor Attridge had to step down as Chair and board member of North East Wales Homes Limited (NEW Homes) due to his appointment as Cabinet Member for Housing. There was also an outstanding councillor vacancy for the board of New Homes, due to a previous member retiring at the recent elections. Nominations have been received from councillors to fill both vacancies.

Cabinet approval is therefore sought for the nominated councillors to be on the board of NEW Homes.

Cabinet approval is also sought to permit an amendment to NEW Homes Articles of Association (the internal rules of the company) allowing the company to appoint a vice chair to chair board meetings thus providing more flexibility in the event the nominated chair is not present at such meetings.

### RECOMMENDATIONS

1	To approve the appointment of Councillor Janet Axworthy and Councillor Sean Bibby as directors of NEW Homes subject to NEW Homes board approval.
2	To approve an amendment to the NEW Homes Articles of Association to permit the appointment of a vice chair of NEW Homes.

## **REPORT DETAILS**

<b>1.00</b>	<b>NEW HOMES BOARD OF DIRECTOR APPOINTMENTS AND VICE CHAIR</b>
1.01	<p>The Council has a governance requirement that the Cabinet Member for Housing should not be a board member of NEW Homes. Following Councillor Attridge's appointment Cabinet Member for Housing he submitted his resignation from the NEW Homes board. Councillor Nigel Steele Mortimer resigned from the board when he retired as a councillor at the last elections.</p> <p>There are currently 7 board members including 3 councillors, namely Councillor Banks, Councillor Sharps and Councillor McGill.</p>
1.02	<p>The Articles of Association of the company (Article 22.1.1) provides that the NEW Homes board shall consist of up to 9 directors made up of up to 5 councillors, up to 1 council officer and up to 3 independent directors. The company can only appoint directors with the prior consent of the Council.</p>
1.03	<p>There are therefore currently two board councillor member vacancies available. Councillor nominations have been received to fill these board vacancies with both the Conservative and Labour nominating Councillor Axworthy and Councillor Bibby respectively.</p>
1.04	<p>It is a requirement of the company for a director of the board to chair board meetings. There is currently no provision for a vice chair of the board and at the last board meeting on the 25<sup>th</sup> September 2017, the board discussed and approved in principle having one. The board consensus was that it would provide better flexibility having a vice chair in circumstances where the chair was not present in meetings without the need to appoint a chair for a specific board meeting.</p>
1.05	<p>In order to appoint a vice chair however NEW Homes would have to amend the Articles of Association to permit such a role. Amendments to the company's rules also require council approval.</p>

<b>2.00</b>	<b>RESOURCE IMPLICATIONS</b>
2.01	<p>There are no resource implications arising from this report.</p>

<b>3.00</b>	<b>CONSULTATIONS REQUIRED / CARRIED OUT</b>
3.01	<p>Not applicable.</p>

<b>4.00</b>	<b>RISK MANAGEMENT</b>
4.01	There are no specific risks arising out of the proposed appointments to the board of NEW Homes.
4.02	Appointing a vice chair helps to mitigate small risk of NEW Homes not having a director to chair board meetings.

<b>5.00</b>	<b>APPENDICES</b>
5.01	None.

<b>6.00</b>	<b>LIST OF ACCESSIBLE BACKGROUND DOCUMENTS</b>
6.01	None.  <b>Contact Officer:</b> Tim Dillon <b>Telephone:</b> 01352 702354 <b>E-mail:</b> <a href="mailto:tim.dillon@flintshire.gov.uk">tim.dillon@flintshire.gov.uk</a>

<b>7.00</b>	<b>GLOSSARY OF TERMS</b>
7.01	<b>NEW Homes:</b> North East Wales Homes Limited  <b>Board Members:</b> Directors of New Homes  <b>Articles of Association:</b> The internal rules governing NEW Homes