

NOTTINGHAM CITY HOMES

REPORT OF THE COMPANY
SECRETARY/SOLICITOR

THE BOARD
19 MARCH 2009

COMPANY SECRETARY'S REPORT

1 SUMMARY

- 1.1 This report sets out current administrative and governance issues requiring consideration by the Board.

2 RECOMMENDATIONS

It is recommended that the Board:

- 2.1 note the progress of preparations for Board member recruitment 2009;
- 2.2 Allocation and Tenancy Management Panel – to approve the appeal hearing procedure;
- 2.3 consider canvassing the NFA on the remuneration of Board Chairs;
- 2.4 note the use of the Company seal;
- 2.5 authorise compensation payments in excess of £1,000.00;
- 2.6 consider a review of the Governance structure;

3 REPORT

3.1 BOARD MEMBER RECRUITMENT 2009

As reported at the last Board meeting on 22 January 2009, the Company is required to plan succession of the Board arising from the retirement provisions of the Company's Articles of Association. Therefore the two longest serving Independent Board members and the two longest serving Tenant Board members will stand down at the next Annual General Meeting on 24 September 2009.

The proposed recruitment plan is attached to this report at Appendix 1. The Governance Team recently met with the Marketing Team to discuss the recruitment campaign including posters, adverts and an Open Day. The Company is keen to address the requirement for greater diversity on the Board as well as attracting candidates with the appropriate skills and experience. Accordingly the drive for greater diversity will be factored into the campaign and the manner in which the recruitment process is publicised and undertaken.

The Chief Executive, Company Secretary and the Director of Finance recently met to consider the skills required and confirmed those skills to be housing management, finance and accounting.

In terms of the recruitment and selection of prospective candidates, Board members are requested to confirm their availability to the Company Secretary to sit as recruitment panel members.

Progress on the recruitment process will be reported at future Board meetings.

3.2 ALLOCATION AND TENANCY MANAGEMENT PANEL – APPEALS PROCESS

The Board approved the Company's Allocation Panel procedure at the 15 May 2008 Board meeting. Within that procedure there is provision for an appeals process which is administered in part by the Governance Team but largely by the Central Allocations Team.

There is currently no set format for the appeal hearing. However it is recognised that it would assist the applicants, their representatives and the panel members if a formal appeal hearing procedure could be established and followed. This will provide greater clarity for applicants and a consistency of approach in the conduct of appeal hearings.

The Board is requested to consider and approve the appeal hearing process and format attached to this report at Appendix 2.

3.3 REMUNERATION OF BOARD CHAIRS

A Board member has enquired whether the Company should make enquiries of the National Federation of ALMOs ("NFA") as to the remuneration of Board chairs generally.

The current position under the Company's current Governance Standing Order approved by Board on 15 May 2008, is that there is no remuneration of Board members although expenses can be recovered in accordance with the expenses policy.

The Governance Standing Order is due to be reviewed in May 2009 and therefore the Board is asked to consider the issue raised and whether the Board requests the Company Secretary to make enquiries of the NFA.

3.4 USE OF THE COMPANY SEAL

At the January 2009 Board meeting, the Board was asked to note the use of the Company seal in respect of the replacement heating systems contract between Nottingham City Council, Nottingham City Homes Ltd and Vinshire Plumbing and Heating Ltd. Further amendments and additions to that contract have been made and the Company's legal advisers (Trowers and Hamblins) have requested those additions to the contract to be sealed with the Company seal. Accordingly the Board is asked to note the further use of the Company Seal in respect of this contract.

3.5 COMPENSATION PAYMENTS

The Board is requested to authorise the compensation claims detailed in

Appendix 3 to this report for the reasons stated.

The payments are settlements in respect of complaints raised under the Company's 3Cs procedures.

3.6 REVIEW OF THE GOVERNANCE STRUCTURE

The Company last reviewed its Governance structure in 2007 resulting in a significant reduction in Board membership and the establishment of the Audit, Human Resources and Performance and Regulatory committees.

In moving forward and to meet the Company's business objectives and statutory obligations, the Board is asked to consider whether its current Governance structure is fit for purpose.

4 OTHER OPTIONS

None.

5 FINANCIAL & RISK IMPLICATIONS

5.1 Board Member recruitment – costs are included within the current budgetary provision.

6 IMPLICATIONS FOR NOTTINGHAM CITY HOMES OBJECTIVES

6.1 Ensuring that the Board is working towards appropriate levels of diversity in its own composition to match the community it serves, is considered crucial for the achievement of NCH objectives.

7 VALUE FOR MONEY & EFFICIENCY ISSUES

7.1 A high performing Board will be more efficient and effective

8 EQUALITY & DIVERSITY IMPLICATIONS

8.1 Board composition

9 BACKGROUND MATERIAL AND PUBLISHED DOCUMENTS REFERRED TO IN COMPILING THIS REPORT

9.1 Memorandum and Articles of Association, Standing Orders

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