

Rother District Council

Report to	-	Council
Date	-	31 July 2023
Report of the	-	Interim Chief Executive
Subject	-	Appointment of Director of Rother DC Housing Company

Recommendation: It be **RESOLVED:** That:

- 1) the resignation from the Board of Rother DC Housing Company of Councillor Charles Clark and former Councillors Lynn Langlands and Paul Courtel be noted; and
 - 2) Councillor Beverley Coupar to be appointed as Company Director of Rother DC Housing Company Ltd to serve for a period of three years.
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Introduction

1. The Council established wholly owned local authority housing company Rother DC Housing Company Ltd (the Company) in October 2020 to increase supply of all housing across the district, to include affordable housing.
2. Following the local elections this year, Councillor Richard Thomas remains Chair of the Company Board. Councillor Charles Clark resigned in May. Former Councillor Paul Courtel and Lynn Langlands are no longer eligible to remain on the Board as elected Members and have now resigned in accordance with the Articles of Association. A new elected Member, Councillor Beverley Coupar is proposed to join the Company Board.

New Directors

3. According to the Company Articles, there shall be a minimum of three Directors and a maximum of not more than eight Directors on the Company Board, to include executive or non-executive Directors (NEDS). The quorum of Directors required for the transaction of business is three, and at least one elected Member must be present. In accordance with Company policy, the standard term for Board Directors is three years.
4. Councillor Beverley Coupar has been nominated by the Leader of the Council to provide elected Member representation on the Board of Directors. Providing two elected Members on the Company board composition.
5. In Consultation with the Shareholder Representative, the Company has undertaken a recruitment process for Non-Executive Directors to increase the skills and expertise of the Board. Two Non-Executive Directors have been formally appointed by the Company, to include John Cudd and Paul Whitnall and the first Board meeting was held successfully on the 30 June this year.
6. The Shareholder Agreement is limited to four Members on the Board. Should there be any further nominations received on the night, the appointment/s will be confirmed by secret ballot in accordance with Council Procedure Rule 17.4.

7. The Company aims to achieve a balanced ratio of Board Directors between Members and NEDS, in accordance with the Company legal advice received. The recruitment of further NEDS will be guided by the outcome of this report, and skills audit to identify any gaps warranting additional expertise to join the Board.

Conclusion

8. The Council is invited to appoint a Councillor as a Company Director to serve on the Council's Housing Company's Board of Directors and to invite two further nominations.

Lorna Ford
Interim Chief Executive