



Committee: SHAREHOLDERS COMMITTEE
Date: TUESDAY, 7 FEBRUARY 2023
Venue: LANCASTER TOWN HALL
Time: 6.30 P.M. OR AT THE RISE OF CABINET (WHICHEVER IS THE LATER)

A G E N D A

1. **Apologies for Absence**
2. **Minutes of last meeting**

To receive as a correct record the minutes of the Shareholder Committee meeting held on 25 October 2022.
3. **Items of Urgent Business**
4. **Declarations of Interest**
5. **Nomination of Director Report** (Pages 2 - 5)
6. **Board Update Report** (Pages 6 - 8)
7. **AOB**
8. **Date of Next Meeting**

ADMINISTRATIVE ARRANGEMENTS

(i) **Membership**

Councillors Caroline Jackson, Kevin Frea, Dave Brookes, Gina Dowding, Tim Hamilton-Cox, Tricia Heath, Cary Matthews, Sandra Thornberry, Anne Whitehead and Jason Wood

(ii) **Queries regarding this Agenda**

Please contact Liz Bateson, Democratic Services - email ebateson@lancaster.gov.uk.

(iii) **Changes to Membership, substitutions or apologies**

Please contact Democratic Support email democraticsupport@lancaster.gov.uk.

Shareholders Committee

Nomination of Director for the Board for Morehomes for the Bay (Investments) Limited and Morehomes for the Bay (Developments) Limited

7th February 2023

Report of Mark Davies

PURPOSE OF REPORT				
The report seeks to appoint a Director to the Board as nominated by the Board of Morehomes for the Bay (Developments) Limited and Morehomes for the Bay (Investments) Limited.				
Key Decision	<input type="checkbox"/>	Non-Key Decision	<input checked="" type="checkbox"/>	Referral from Cabinet Member
Date of notice of forthcoming key decision	N/A			
This report is public				

RECOMMENDATIONS:

- (1) That Jonathan Noad in his capacity of Head of Property, Economic Growth and Regeneration be appointed to the Board of Directors of Morehomes for the Bay (Developments) Limited and Morehomes for the Bay (Investments) Limited.

1.0 Introduction

1.1 Morehomes for the Bay (Developments) Limited and Morehomes for the Bay (Investments) Limited were incorporated on 21st June 2021. In October 2022 Council approved the Companies inaugural Business Plan.

1.2 Due to changes in Exec Team membership at Lancaster City Council the Companies need to seek to appoint a new Director to the Board in line with Shareholders Agreement Part 2 Section 7 in order for its operational management of the Companies to be undertaken. Without appointing a new Director to the Board, the Board does not remain quorate and is therefore unable to undertake its day-to-day functions or progress programs of work. This includes approval of Company

accounts.

1.3 Following the Board Meeting of 2nd February 2023, the Chair of the Board of Directors wishes to nominate Jonathan Noad in his capacity as Head of Property, Economic Growth and Regeneration to the Board of Directors for Morehomes for the Bay.

2.0 Details of Consultation

2.1 Consultation has not been required – as per the Shareholders Committee Terms of Reference the Council should appoint Directors.

3.0 Options and Options Analysis (including risk assessment)

	Option 1: Appoint Jonathan Noad to the Board of Directors for Morehomes for the Bay.	Option 2: Do not appoint Jonathan Noad to the Board of Directors for Morehomes for the Bay.
Advantages	Morehomes for the Bay will be able to proceed in bringing forward future related items of business to the Shareholders Committee and Cabinet. The Companies will be able to file year end tax accounts which are required to be submitted by 21 st March 2023.	None known.
Disadvantages	None known.	Not appointing Jonathan Noad to the Board of Directors will result in business of the Companies not being able to be progressed, or significantly delayed whilst an alternative Director is sought. This could have a significant impact on the Companies abilities to approve and submit its company accounts.
Risks	The appointment is for another Lancaster City Council internal employee to join the Board. It would be fortuitous for the	Not appointing Jonathan Noad to the Board of Directors will result in business of the Companies not being able to be

	<p>Companies to also seek to expand it's Directorship and explore others from outside the Council to enable a wider breadth of skills and capacity, and help to provide a buffer should other Directors leave.</p>	<p>progressed, this will effectively result in the Companies being unable to perform its required functions and being unable to progress any of its intended work. This could have a significant impact on the Companies abilities to approve and submit its company accounts.</p>
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4.0 Officer Preferred Option (and comments)

4.1 The officer preferred option is Option 1. In appointing Jonathan Noad to the Board of Directors, this will result in day-to-day operational matters for the Companies being able to be progressed.

5.0 Conclusion

5.1 The report outlines the need to appoint a Director to the Companies to assist with the Companies being able to progress programmes of work.

RELATIONSHIP TO POLICY FRAMEWORK

Whilst the decision contained within this report has limited scope / links to Policy Framework the establishment of Morehomes for the Bay can be seen to directly link with the following:

Council Priorities – Happy and Healthy Communities, a Sustainable District, an Inclusive and Prosperous Local Economy Local Plan – contributes towards the provision of housing to meet a locally identified need and opportunities to increase the choice and supply of good quality housing. Housing Strategy – directly aligns to the key actions identified in the Homes Strategy for Lancaster district 2020-2025.

CONCLUSION OF IMPACT ASSESSMENT (including Health & Safety, Equality & Diversity, Human Rights, Community Safety, HR, Sustainability and Rural Proofing)

The specific decision within this report has limited scope in terms of impact, the establishment of the Morehomes for the Bay companies has previously been noted as not having any adverse impacts and should have some positive impacts particularly on climate change, equality and wellbeing / social value once operational.

LEGAL IMPLICATIONS

There are no legal implications stemming from this report.

FINANCIAL IMPLICATIONS

There are no direct financial implications arising from this report.

OTHER RESOURCE IMPLICATIONS

Human Resources:

There is limited Human Resource implications arising from this report. A letter from HR should be sent confirming appointment to the Board.

Information Services:

There are no Information Services implications arising from this report.

Property:

There are no Property implications arising from this report.

Open Spaces:

There are no Open Spaces implications arising from this report.

SECTION 151 OFFICER'S COMMENTS

The s151 Officer has been consulted and has no comments to add

MONITORING OFFICER'S COMMENTS

The Monitoring Officer has no comments to add.

BACKGROUND PAPERS

Contact Officer: Mark Davies
Telephone: 01524 582401
E-mail: mdavies@lancaster.gov.uk
Ref: N/A

Shareholders Committee

Board Update Report for Shareholders Committee

7th February 2023

Report of Mark Davies

PURPOSE OF REPORT				
The report seeks to provide an update to the Shareholders Committee around key areas of performance / activity since the last Shareholders Meeting in relation to activity of Morehomes for the Bay (Investments) Ltd and Morehomes for the Bay (Developments) Ltd.				
Key Decision		Non-Key Decision	X	Referral from Cabinet Member
Date of notice of forthcoming key decision		N/A		
This report is public				

RECOMMENDATIONS:

- (1) That the contents of the report be noted.

1.0 Board of Directors

- 1.1. Jason Syers has been removed as a Director from Companies House.
- 1.2. A separate report proposes the nomination of Jonathan Noad to the Board of Directors. This will ensure the Companies the Board is able to become quorate and is therefore able to undertake its day-to-day functions. This includes approval of Company Accounts.
- 1.3. Consideration is being given to how the Board can expand it's Directorship to provide more stability as changes happen.

2.0 Finance Update

- 2.1 MHA Moore and Smalley Accountants have been appointed to submit the Companies dormant accounts prior to the deadline of 21st March – these will be shared with the Shareholders Committee at the next meeting.
- 2.2 The Investment Company has applied for a bank account with Natwest

Bank, this is currently pending and changes will be required with the change in Directorship.

3.0 Development Opportunities

3.1 Officers are continuing to scope out opportunities that could be brought forward through the Companies. Initially these are expected to be around Canal Quarter and / or Mainway – however other opportunities will be explored as they present themselves.

4.0 Conclusion.

4.1 The report outlines key updates since the last Shareholders Meeting. Further updates on progress will be presented at future meetings.

RELATIONSHIP TO POLICY FRAMEWORK

The decision contained within this report has limited scope / links to Policy Framework although there are clear links to rules set out in the Shareholders Agreement, and will be aligned to the Councils Treasury Management processes moving forward.

The work contained within this report can also be seen to directly link with the following:

Council Priorities – Happy and Healthy Communities, a Sustainable District, an Inclusive and Prosperous Local Economy Local Plan – contributes towards the provision of housing to meet a locally identified need and opportunities to increase the choice and supply of good quality housing. Housing Strategy – directly aligns to the key actions identified in the Homes Strategy for Lancaster district 2020-2025.

CONCLUSION OF IMPACT ASSESSMENT

(including Health & Safety, Equality & Diversity, Human Rights, Community Safety, HR, Sustainability and Rural Proofing)

There are no implications relating to the above stemming from this report.

LEGAL IMPLICATIONS

There are no direct legal implications arising from this report.

FINANCIAL IMPLICATIONS

There are no direct financial implications arising from this report.

OTHER RESOURCE IMPLICATIONS

Human Resources:

There are no Human Resource implications arising from this report.

Information Services:

There are no Information Services implications arising from this report.

Property:

There are no Property implications arising from this report.

Open Spaces:

There are no Open Spaces implications arising from this report.

SECTION 151 OFFICER'S COMMENTS

The S151 Officer has been consulted and has no comments to add.

MONITORING OFFICER'S COMMENTS

The Monitoring Officer has been consulted and has no comments to add.

BACKGROUND PAPERS

Contact Officer: Mark Davies
Telephone: 01524 582401
E-mail: mdavies@lancaster.gov.uk
Ref: N/A