

# CABINET

## Morehomes for the Bay (Investments) Ltd and Morehomes for the Bay (Developments) Ltd Terms of Reference

6<sup>th</sup> December 2022

### Report of Head of Housing

PURPOSE OF REPORT				
The report seeks to confirm the Shareholder Committee Terms of Reference for Morehomes for the Bay (Investments) Ltd and Morehomes for the Bay (Developments) Ltd.				
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 the Morehomes for the Bay Shareholder Committee Terms of Reference be approved.

#### (1) Introduction

- 1.1. Morehomes for the Bay (Investments) Limited was incorporated on 21<sup>st</sup> June 2021.
- 1.2. The Shareholders Agreement for the Companies Morehomes for the Bay (Investments) Ltd and Morehomes for the Bay (Developments) Ltd was subsequently duly signed on 21<sup>st</sup> September 2021.
- 1.3. Schedule 4 of the Agreement details the Terms of Reference for the Shareholders Committee – section 9 states '*these Terms of Reference shall be reviewed at least annually, and any amendments shall be approved by the Council Cabinet.*'
- 1.4. Whilst there is no requirement for the Board of Directors of the Companies to be involved in the review process, they have had the opportunity to comment see 2.2 below prior to Shareholders Committee comment and approval at their meeting on 25<sup>th</sup> October 2022.

## (2) Terms of Reference

- 2.1. The Terms of Reference can be read at Appendix 1. The main themes covered include:
- Membership
  - Meetings
  - Sub-groups
  - Relationship
  - Minutes and Reporting
  - Responsibilities
  - Business Plan protocol
  - Review
- 2.2. Following comment by the Morehomes for the Bay companies Directors and Shareholders Committee, it is recommended that one change should be that the Committee meetings should be conducted in accordance with the rules of Council Cabinet as modified by any rules of the Committee. This change is highlighted within the Appendix.
- 2.3. A further recommendation following discussion at Shareholders Committee has been that reports will be presented by either Chair of the Board of Directors or Chair of the Shareholders Committee (the Leader of the Council). This change is also highlighted within the Appendix.
- 2.4. Through discussion Council Cabinet may wish to consider and propose alternative / additional amendments.

## (3) Options and Options Analysis (including risk assessment)

	<b>Option 1:</b> Approve the Shareholder Committee Meeting rules	<b>Option 2:</b> Do not approve the Shareholder Committee Meeting rules
Advantages	The Council is adhering to the rules contained with the Shareholders Agreement in reviewing the Terms of Reference annually.	None known.
Disadvantages	None known.	No disadvantages known other than not working to the process as outlined in the formerly signed Shareholders

		Agreement.
Risks	None known.	Limited – as set out above in the Disadvantages.

**(4) Officer Preferred Option (and comments)**

4.1. The officer preferred option is Option 1. By approving the Terms of Reference this allows for appropriate amendments to be made aligned to agreed processes as set out in the Shareholders Agreement.

**(5) Conclusion.**

5.1. The report outlines the ability to review the Terms of Reference on an annual basis so as appropriate changes can be agreed.

<p><b>RELATIONSHIP TO POLICY FRAMEWORK</b></p> <p>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.</p>
<p><b>CONCLUSION OF IMPACT ASSESSMENT</b>  <b>(including Health &amp; Safety, Equality &amp; Diversity, Human Rights, Community Safety, HR, Sustainability and Rural Proofing)</b></p> <p>There are no implications relating to the above stemming from this report.</p>
<p><b>LEGAL IMPLICATIONS</b></p> <p>Legal Services have been consulted on this report and have no further comments to make.</p>
<p><b>FINANCIAL IMPLICATIONS</b></p> <p>There are no direct financial implications arising from this report.</p>
<p><b>OTHER RESOURCE IMPLICATIONS</b></p> <p><b>Human Resources:</b></p> <p>There are no Human Resource implications arising from this report.</p> <p><b>Information Services:</b></p> <p>There are no Information Services implications arising from this report.</p>

**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 Council's s151 Officer has been consulted and has no comments to make.

**MONITORING OFFICER'S COMMENTS**

The Monitoring Officer has been consulted and has no further comments.

**BACKGROUND PAPERS****Contact Officer: Jo Wilkinson****Telephone: 01524 582762****E-mail: [jowilkinson@lancaster.gov.uk](mailto:jowilkinson@lancaster.gov.uk)****Ref: N/A**