

## REVIEW OF GOVERNANCE ARRANGEMENTS

Report of the Director & Company Secretary

### 1. SUMMARY

The purpose of this report is to update the Committee on work to review the Governance Arrangements.

### 2. RECOMMENDATION

To note the report.

### 3. MATTER FOR CONSIDERATION

- 3.1 Derby Homes Governance Arrangements were last comprehensively reviewed in 2007. Under Derby Homes Policy Review the arrangements were due to be reviewed again in 2010. However, this was postponed until a decision on the future of Derby Homes had been agreed.
- 3.2 Since the last full review in 2007, parts of the Governance Arrangements have been revised and approved by the Board. These are listed below.

Section	Date last approved by the Board
Part II Memorandum of Association Part III Articles of Association	27 January 2011 (subject to Council approval)
Changes to the M&As were made to achieve compliance with the requirements of Registration with the TSA to become a full Registered Provider and to update the document in line with new Companies House requirements for company registration.	
Part V Derby Homes City Board Constitution	25 November 2010
The Constitution was amended following Board approval to merge the two Local Housing Boards. Other changes made between 2007 and 2010 included the election of members, phasing out Deputies, restriction to number of family members on the Local Boards and extending tenure of office to 3 years.	

<b>Part VI Delegation of Responsibilities</b>	25 November 2010
Various changes have been made between 2007-2010 to Part A, including the merger of Development & Regeneration and Resources & Remuneration Committees and the Local Housing Boards, deletion of Performance Management Committee and the associated amendments to the scheme of delegation.	
<b>Part VIII Procurement Procedure Rules</b>	8 July 2010
The Procurement Procedure Standing Orders were approved by Resources, Remuneration & Regeneration Committee, within the revised Procurement Strategy.	

- 3.3 The main focus of the review will concentrate on

Part VII Financial Regulations  
Part VIII Procurement Procedures

to incorporate changes required as a consequence of transferring the Repairs Team to Derby Homes.

Part VI Delegation of Responsibilities Part C, which covers matters delegated to Officers, will also be looked at.

- 3.4 The following sections are unlikely to change other than minor amendments to bring the document up to date with current practices and any changes recommended by Anthony Collins Solicitors, who are assisting in this review.

Part I Summary and Explanation  
Part IV Standing Orders for Conduct of Derby Homes Board and General Meetings  
Part IX Appointment and Recruitment of Board Members  
Part X Code of Conduct for Board Members  
Part XI Standing Orders for Appointment of Staff  
Part XII Protocol on Board Member, Executive Team and Staff Relations.

- 3.5 The Services Agreement, Part XIII, also forms part of the Governance Arrangements. The current Agreement expires in 2012. Work is in progress on the new Agreement and Board Members will be invited to a separate meeting to brief them on the changes, in the near future.
- 3.6 We anticipate the review of the Governance Arrangements will be completed in March and brought to the Board for approval on the 31 May 2011

#### **4. FINANCIAL AND BUSINESS PLAN IMPLICATIONS**

The legal cost of reviewing the Governance Arrangements will be contained within budgets.

## **5. LEGAL AND CONFIDENTIALITY IMPLICATIONS**

Adopting and changing the Governance Arrangements is a matter reserved to the Board.

## **6. EQUALITIES IMPACT ASSESSMENT**

The Equalities Impact Assessment of the Governance Arrangements was reviewed in 2010.

**The areas listed below have no implications directly arising from this report**

- Consultation
- Personnel
- Environmental
- Health & Safety
- Risk
- Policy Review

**If Board members or others would like to discuss this report ahead of the meeting please contact the author, or the Chief Executive, [phil.davies@derbyhomes.org](mailto:phil.davies@derbyhomes.org) - Tel 01332 888520**

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**Background Information:** None

**Supporting Information:** None