

**ANNUAL GENERAL MEETINGS
29 NOVEMBER 2012**

ITEM 4

REAPPOINTMENT OF INDEPENDENT BOARD MEMBERS

Report of the Director & Company Secretary

1. SUMMARY

This report confirms the reappointment of Independent Board Members Mike Ainsley and Tabani Ndlovu.

2. RECOMMENDATION

That the Board

- 2.1 Confirms the reappointment of
 - 1. Mike Ainsley as Independent Board Member
 - 2. Tabani Ndlovu as Independent Board Member
- 2.2 Grants permission for Tabani Ndlovu to extend his membership of the Board beyond the Maximum Period of Office.

3. MATTER FOR CONSIDERATION

- 3.1 In accordance with Article 16(1), Independent Board Members Mike Ainsley and Tabani Ndlovu are due to stand down at this AGM.
- 3.2 Mike Ainsley was appointed to the Board in September 2011, however, in line with the rota agreed for the retirement of Independent Board Members and Article 16(1), his post is due to retire this year.
- 3.3 Tabani Ndlovu's was appointed to the Board in May 2004 therefore he will have reached the maximum period of office during his next term of office.

The Articles state the Maximum Period of Office is "a period of more than 9 years".

Article 13(12) states "On application to the Board by a person for permission to be allowed to be reappointed as a Board Member beyond the Maximum Period of Office, the Board may allow such a person to serve as a Board Member beyond the Maximum Period of Office, on such terms as it deems fit".

- 3.4 Article 16(3) states that if there are no other candidates to fill the post the retiring Board member shall, if willing to act, be deemed to have been reappointed unless a resolution not to reappoint the Board member is passed at the AGM.
- 3.5 Mike and Tabani have confirmed they wish to be re-appointed to the Board.

- 3.6 The other 12 Board Members were contacted requesting that they advise us if they wished to pass a resolution not to re-appoint Mike and Tabani at the AGM. Of these, 10 Board Members responded, fully supporting the proposal to reappoint Mike, and Tabani and that Tabani's membership of the Board is extended beyond the maximum period of office.
- 3.7 In accordance with Article 16(3), I propose the reappointment of both Mike and Tabani to serve on the Board until the AGM in 2015.
- 3.8 Details of retirement dates for Independent, Tenant and Leaseholder Board Members is attached at Appendix 1. Council Board Members are nominated annually by the Council.

4. LEGAL AND CONFIDENTIALITY IMPLICATIONS

Article 16(6) obliges Derby Homes to give notice to Derby City Council of between 7–28 days before the AGM of the people who will be recommended for appointment or reappointment, other than a Board Member retiring by rotation. As a courtesy, we have given Derby City Council notice of the proposal to reappoint Mike and Tabani.

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

Consultation
Financial and Business Plan
Council
Personnel
Environmental
Equalities Impact Assessment
Health & Safety
Risk
Policy Review

If Board Members or others would like to discuss this report ahead of the meeting please contact:

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Background Information: None
Supporting Information: None

DERBY HOMES BOARD MEMBER RETIREMENT DATES NOVEMBER 2012

Tenant/Leaseholder

Name	Retires	Year of appointment	9 year maximum period of office reached
Brian Perry	2013	2009	2018
Fiona Walker	2013	2012	2021
Ken Whitehead	2014	2007	2016
Anthony Holme	2015	2009	2018
Dennis Rees	2015	2002	2011 *Reappointed 2012-2015

Independent

Name	Retires	Year of appointment	9 year maximum period of office reached
Iain MacDonald*	October 2013	2002	2011 *Reappointed 2010-2013
Bob Osler*	October 2013	2002	2011 *Reappointed 2010-2013
Mark Menzies	October 2014	2011	2020
Mike Ainsley	October 2015	2011	2020
Tabani Ndlovu	October 2015	2004	2013

* Reappointed beyond the Maximum Period of Office, in accordance with Article 13(12).

Council

Name	Retires
Alison Martin	Council Board Members are nominated annually by the City Council.
John Keith	
Margaret Redfern	
Roy Webb	
Linda Winter	