



## **DERBY HOMES LIMITED**

### **MINUTES OF THE EXTRAORDINARY GENERAL MEETING**

**Held on 27 June 2002**

The meeting started at 6.00 pm.

#### **Present**

Sue Glithero on behalf of Derby City Council (as the sole member of the Company)

#### **Board Members (observers)**

Paul Bayliss, Jenny Bradley, Maurice Burgess, Alan Graves, Suman Gupta, Theo Harris, Jenny Hayball, Bernard Harry, Martin Latham, Tracey Maddocks, Dennis Rees, Iain MacDonald, Afzal Shabir

#### **Trades Union Observer**

Robert Heath

#### **Officers**

Phil Davies, John Bloxsom, Lorraine Watson, Jackie Mitchell

#### **Apologies**

Apologies for absence were received from Philip Hickson, Bob Osler, and Moz Greenshields

#### **02/01 Derby Homes Articles of Association**

The company passed the following special resolution

*That the articles of association of the company be altered as follows:*

*1. By inserting in Article 1 after the definition of "DACP" the following definition*

*"DLA"*

*Means the Derby Leaseholders Association or any successor body thereto or such other body as the City*

*Council shall from time to time resolve to be representative of the leaseholders of dwellings owned by the City Council that are managed by the Organisation.*

**2. By inserting in Article 1 after the definition of “executed” the following definition**

**“Family Member of a Leaseholder”**

*Means any person who is a parent, brother, sister or child of a Leaseholder whether by blood or marriage, a spouse or a partner and who in every case is at least 18 years old and has lived at the property leased by the Leaseholder from the City Council or the land held under an agreement subject to the Mobiles Home Act 1983, as the case may be, for at least the previous 12 months and “Family Members of Leaseholders” shall be construed accordingly.*

**3. By inserting in Article 1 after the definition of “Independent Board Member” the following definition**

**“Leaseholder”**

*Means an individual who is not a Tenant but who is a lessee of the City Council in respect of a residential property within the City Council’s Housing Revenue Account or who occupies land belonging to the City Council under an agreement which he holds with the City Council to which the Mobile Homes Act 1983 applies.*

**4. By replacing in Article 1 the definition of “Tenant” with the following definition**

**“Tenant”**

*Means an individual who occupies a residential property belonging to the City Council under a secure tenancy agreement under Part IV of the*

*Housing Act 1985.*

- 5. By inserting “and Leaseholders” in sub paragraph (4) of Article 8 after the word “Tenants”.*
- 6. By inserting “, Leaseholders” in sub paragraph (2) of Article 10 after the word “Tenants”.*
- 7. By replacing sub paragraph (5) of Article 13 with the following wording*  
  
*“(5) The aggregate of Tenants, Family Members of Tenants, Leaseholders and Family Members of Leaseholders who are Board Members shall not exceed seven.”*
- 8. By replacing sub paragraph (1) of Article 15 with the following wording*  
  
*“(1) Subject to Articles 13 and 18, there are to be five Tenant Board Members one representing each of the four Areas and one representing Leaseholders.”*
- 9. By replacing sub paragraph (4) of Article 15 with the following wording*  
  
*“(4) Prior to every annual general meeting, direct elections shall be held among the Tenants in each Area where a Tenant Board Member is to be appointed to represent that Area and among the Leaseholders where a Tenant Board Member is to be appointed to represent Leaseholders. In the case of a Tenant to be appointed, only Tenants and Family Members of Tenants shall be eligible to be appointed as Tenant Board Members and should reside in the Area that they are to represent. In the case of a Leaseholder to be appointed, only Leaseholders and Family Members of Leaseholders shall be eligible to be appointed as Tenant Board Members. Otherwise the mode and manner of such elections shall be as the Board may from time to time agree subject at all times to compliance with Article 13.”*
- 10. By inserting in sub paragraph (5) of Article 15 after “and the Tenants (or Family Members of Tenants)” the words “and Leaseholders (or Family Members of Leaseholders)”*
- 11. By deleting sub paragraph (6) of Article 15.*
- 12. By inserting new sub paragraphs (6) and (7) in Article 15 as follows*

- “(6) No person shall be eligible to be nominated for election or appointed as a Tenant Board Member if, at the date of nomination or proposed appointment, they are two months or more in arrears with any rent, service charge or other payment due to the City Council under the terms of their tenancy, lease or agreement under which they hold residential property or land belonging to the City Council unless such arrears have arisen in the opinion of the company secretary as a result of administrative delays on the part of the City Council, the Organisation or persons acting on behalf of either.*
- (7) In the case of a Family Member of a Tenant or a Family Member of a Leaseholder that person shall not be eligible to be nominated for election or appointed as a Tenant Board Member if, at the date of nomination or proposed appointment, the Tenant or Leaseholder of whom they are a family member is two months or more in arrears with any rent, service charge or other payment due to the City Council under the terms of their tenancy, lease or agreement under which they hold residential property or land belonging to the City Council unless such arrears have arisen in the opinion of the company secretary as a result of administrative delays on the part of the City Council, the Organisation or persons acting on behalf of either.”*
13. By deleting sub paragraphs (4) and (5) of Article 17.
14. By inserting new sub paragraph (4) of Article 17 as follows
- “(4) For Tenant Board Members representing Tenants in an Area or Leaseholders where there remains more than one year until retirement, by direct election according to Article 15(4) among the Tenants in that Area or Leaseholders, as the case may be,”*
15. By renumbering existing sub paragraph (6) of Article 17 as sub paragraph (5).
16. By inserting new sub paragraph (6) in Article 17 as follows
- “(6) For Leaseholders appointed as a Tenant Board Member where there remains one year or less until retirement, by the DLA.”*
17. By inserting in sub paragraph (9) of Article 18 after the words “Family Member of a Tenant” in each of the two places that they occur the words “or a Leaseholder or a Family Member of a Leaseholder”.

18. *By inserting in sub paragraph (10) of Article 18 after the words "obligations as a Tenant" the words "or a Leaseholder".*
- 19 *By inserting in sub paragraph (11) of Article 18 after the words "becomes a Tenant" the words "or a Leaseholder".*
20. *By inserting in sub paragraph (13) of Article 18 after the words "Family Member of a Tenant" the words "or a Leaseholder or Family Member of a Leaseholder".*
21. *By renumbering the existing wording of Article 28 as sub paragraph (1) of Article 28.*
22. *By inserting new sub paragraphs (2) and (3) into Article 28 as follows*
  - "(2) A Board Member shall not be eligible to vote on any financial matter if they are two months or more in arrears with any rent, service charge or other payment due to the City Council under the terms of their tenancy, lease or agreement under which they hold residential property or land belonging to the City Council unless such arrears have arisen in the opinion of the company secretary as a result of administrative delays on the part of the City Council, the Organisation or persons acting on behalf of either.*
  - (3) A Board Member who is a Family Member of a Tenant or a Family Member of a Leaseholder that person shall not be eligible to vote on any financial matter if the Tenant or Leaseholder of whom they are a family member is two months or more in arrears with any rent, service charge or other payment due to the City Council under the terms of their tenancy, lease or agreement under which they hold residential property or land belonging to the City Council unless such arrears have arisen in the opinion of the company secretary as a result of administrative delays on the part of the City Council, the Organisation or persons acting on behalf of either."*
23. *By renumbering existing sub paragraphs (b) and (c) in subparagraph (2) of Article 29 as (c) and (d) respectively.*
24. *By inserting in sub paragraph (2) of Article 29 new sub paragraph (b) as follows*



*“(b) the Board Member is a Leaseholder or a Family Member of a Leaseholder so long as the matter in question affects all or a substantial group of Leaseholders; or”*

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Signed as true and accurate record of the Extraordinary General Meeting held on  
27 June 2002 .