

**ST LEGER HOMES OF DONCASTER LIMITED**

**ANNUAL GENERAL MEETING**

**To be held at 10:00am Tuesday 17<sup>th</sup> September 2024  
Civic Office, Meeting Room 410**

**AGENDA**

**Non Confidential Items – Open to the Press or Public**

**Annual General Meeting Agenda**

<b>1</b>	Apologies and Quorum	J Crook	
<b>2</b>	Declarations of Interest	J Crook	
<b>3</b>	Minutes of the last Annual General Meeting held on 19 September 2023 and matters arising	J Crook	<b><i>Enclosed</i></b>
<b>4</b>	To receive the report of the directors and audited accounts for the year ended 31 March 2024	J Crook	<b><i>Enclosed</i></b>
<b>5</b>	Changes to the Memorandum & Articles of Association	J Crook	<b><i>Enclosed</i></b>
<b>6</b>	Appointment of External Auditors	J Crook	<b><i>Verbal</i></b>
<b>7</b>	Resignation and Appointment of Directors	J Crook	<b><i>Verbal</i></b>

Company Number 05564649  
A Company Limited by Guarantee  
Registered in England

**St. Leger Homes of Doncaster Limited**  
**ANNUAL GENERAL MEETING**  
**Civic Office**

**19 September 2023, 10:00am**

**Present:** Councillor Glyn Jones (Portfolio Holder - Housing), Julie Crook (Director of Corporate Services/Company Secretary).

**Also in Attendance:** Maxine Johnson (minutes).

**1 Apologies and Quorum**

1.1 No apologies received and the meeting was quorate.

**2 Declarations of Interest**

2.1 There were no declarations of interest.

**3. Minutes of the meeting held on 20 September 2022 and matters arising**

3.1 The minutes of the Annual General Meeting held on 20 September 2022 were agreed as a true and accurate record. There were no matters arising.

**4. To receive the report of the directors and audited accounts for the year ended 31 March 2023**

4.1 The Company Secretary presented the Report of the Directors and Audited Accounts for the year ended 31 March 2023 and requested that the Shareholder accept the financial statements.

4.2 The Board had approved and endorsed the Report of the Directors and Audited Accounts for 2022/23. Councillor Glyn Jones, on behalf of City of Doncaster Council (CDC), accepted the financial statements.

**5. Changes to the Memorandum & Articles of Association**

5.1 The Company Secretary presented the Memorandum and Articles of Association and reference was made to the highlighted changes.

5.2 Councillor Glyn Jones, on behalf of CDC, approved the Changes to the Memorandum & Articles of Association.

**6. Re-appointment of External Auditors**

**Action**

6.1 The Company Secretary advised we are reappointing Beever and Struthers as our External Auditors. They were appointed via a competitive tender process in 2019 and the contract was for a period of up to 4 years.

6.2 Councillor Glyn Jones, on behalf of CDC, accepted the re-appointment of External Auditors.

## **7. Resignations and Appointment of Directors**

7.1 The Company Secretary advised that there have been no resignation or appointments of Directors during this year.

The following director(s) who are resigning at this AGM are;

- Trevor Mason
- Steve Lyons
- Sam Bartle

The following director (s) who are being appointed at this AGM are;

- Trevor Mason
- Vicky Purnell
- Barry Keable

7.2 Councillor Glyn Jones, on behalf of CDC, accepted the resignations and appointment of Directors.

7.3 The meeting ended at 10.02hrs.

**Annual Report**

**31 March 2024**

**St Leger Homes of Doncaster Ltd**

**Company Registration Number: 05564649**

# St Leger Homes of Doncaster Ltd

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# St Leger Homes of Doncaster Limited

## Company Information

**Company registration number:** 05564649

### Registered office:

Civic Office  
Waterdale  
Doncaster  
DN1 3BU

### Bankers:

Lloyds Bank Plc  
14 Church Street  
Sheffield  
S1 1HP

### Solicitors:

Anthony Collins Solicitors  
134 Edmund Street  
Birmingham  
B3 2ES

### Auditors:

Beever and Struthers  
1 George Leigh Street  
St Ancoats  
Manchester  
M4 5DL

### Internal Auditors:

City of Doncaster Council Internal Audit  
Civic Office  
Waterdale  
Doncaster  
DN1 3BU

### Board of Directors

Mr A Richmond  
Mr C Margrave

Appointed: 01.10.20  
Appointed: 15.05.24

Resigned 06.05.24

### Independent Chair

Mr D Wilkinson

Appointed: 11.11.19

### Tenant Board Members

Ms V Purnell  
Mr S Lyons  
Mr S Bartle  
Ms M Walusimbi  
Mr B Keable

Appointed: 20.09.23  
Appointed: 26.09.18  
Appointed: 07.10.20  
Appointed: 01.10.22  
Appointed: 20.09.23

Resigned 30.04.24  
Resigned 19.09.23  
Resigned 19.09.23

### Council Board Members

Cllr J Blackham  
Cllr R A Jones  
Cllr P Cole  
Cllr S Smith

Appointed: 10.07.14  
Appointed: 10.07.14  
Appointed: 25.05.21  
Appointed: 28.02.24

Resigned 27.02.24

### Independent Board Members

Mr T Mason  
Mr S Booth  
Mrs S Jones

Appointed: 29.11.17  
Appointed: 01.01.20  
Appointed: 13.01.20

## St Leger Homes of Doncaster Limited

### Executive Management Team

Mr A Richmond	Chief Executive Officer	Resigned 05.05.24
Mr C Margrave	Chief Executive Officer	Appointed 06.05.24
Ms J Crook	Director of Corporate Services	
Mr M McEgan	Director of Housing and Customer Services	
Mr C Margrave	Director of Property Services	Resigned 05.05.24
Mr L Winterbottom	Director of Property Services	Appointed 05.08.24

# St Leger Homes of Doncaster Limited

## Strategic Report

The Directors present their strategic report St Leger Homes of Doncaster Limited (St Leger Homes) for the year ended 31 March 2024.

### **Statement by the Directors in performance of their statutory duties in accordance with s172(1) of the Companies Act 2006**

The Directors consider that they have acted in good faith, to promote the success of the organisation for the benefit of its stakeholders and matters set out in s172(1)(a-f) of the Act.

St Leger Homes has a wide ranging, large number of stakeholders and partner organisations, with strategic, operational and governance arrangements in place to ensure we optimise engagement and foster strong relationships with them and how they are considered in our decision making. These include City of Doncaster Council (CDC), employees, tenants, Department of Work & Pensions (DWP), Team Doncaster, Doncaster Chamber of Commerce, Doncaster College, health services, locality framework partnership groups, emergency services, procurement consortia, Citizens Advice Bureau (CAB), Community First Credit Union, suppliers, trade unions and others. We are members of many strategic boards as well as many community agencies and groups, involvement in these groups is fundamental in St Leger Homes understanding the challenges facing the City and also developing our own services.

The following paragraphs summarise how the Directors have fulfilled their duties in this regard and in doing so have regarded (amongst other matters):

#### ***The likely consequences of any decision in the long term***

St Leger Homes operates a comprehensive and effective business planning framework, where the consequences of decisions over the short, medium and long term are considered. A five year Corporate Plan sets out strategic objectives which in turn sets out our service delivery plans and related measures. At the start of each year, and based on the Corporate Plan objectives, an Annual Development Plan (ADP) is approved by the Council and Board and sets out key corporate objectives, alongside an Annual Operating Budget.

Progress against the Corporate, Annual Development and all other plans is reviewed regularly with Board meetings six times per year and quarterly meetings with a number of strategic and management committees within CDC (see pages 7 to 16).

#### ***The interests of the organisation's employees***

Employees of St Leger Homes have always been recognised as the company's most important asset, and we have a dedicated Human Resource and Organisational Development (HR&OD) team to support the recruitment, development and retention of our workforce. Corporately, the People Strategy has an action plan aligned with our strategic objectives and Corporate Plan (see pages 7 to 16).

#### ***The need to foster the organisation's business relationships with suppliers, customers and others***

St Leger Homes places Customers' interests at the heart of everything we do and Customers are involved and relationships developed at every level, including representation on the Board, extensive consultation in the five year Corporate plan and Customer strategies, a One Voice Forum, a Tenant Scrutiny Panel (TSP) and working closely with a number of Tenants and Residents Associations (TARAs). We also have effective partnerships with numerous partnering organisations, including statutory, non-statutory and the voluntary sector. These include, DWP, Community First Credit Union, Age UK, South Yorkshire Police and a number of local food banks, among others (see pages 7 to 16).

For suppliers, St Leger Homes has robust Financial Regulations, Contract Standing Orders and a Procurement Strategy and these documents ensure we operate in a legal, ethical and inclusive manner whilst achieving best value for money. Procurement arrangements utilise compliant frameworks operated by procurement consortia.

#### ***The impact of the organisation's operations on the community and environment***

It is our mission to provide homes in neighbourhoods that people are proud to live in and each of our four strategic objectives has plans and measures that have a positive impact on the community and environment. We have dedicated resources that work closely with partners to compliment and maximise the impact of our work on the wider communities and environment across the whole City.



# St Leger Homes of Doncaster Limited

## Strategic Report (continued)

### Statement by the Directors in performance of their statutory duties in accordance with s172(1) of the Companies Act 2006 (continued)

St Leger Homes has a range of Strategies and Policies to support our tenants, residents and communities, in particular the Customer Voice, Housing Management, Asset Management, Customer Access, Homelessness and Building Safety & Compliance strategies.

St Leger Homes has an Environmental Strategy and the main objectives of the strategy are to reduce fuel poverty, our carbon footprint and our waste and we undertake enhanced stock condition surveys on the housing properties under our management.

Progress against all plans is monitored regularly by Board and CDC and this includes a suite of Key Performance Indicators (KPIs) and commencing in 2023/24, now include the Regulatory Tenant Satisfaction Measures (TSMs). Many of the KPIs and TSMs have a positive impact on the community and environment as they target the energy efficiency of properties, maintaining Decent Homes standard, anti-social behaviour, homelessness, empty properties, local expenditure and training and employment, among others.

For a number of years, we have invested in a range of environmental improvements and we continue to install efficient heating systems and insulation as part of our ongoing improvement programmes. We replace our vehicle fleet with more fuel efficient vehicles and use repair scheduling software to optimise travel.

We continually review our business premises and have reduced the number in use and energy usage and we source materials and services locally wherever possible.

#### ***The desirability of the organisation maintaining a reputation for high standards of business conduct***

A fundamental aim for St Leger Homes is to maintain the highest standards of conduct, operating a robust governance framework and one of the four strategic objectives in the five year Corporate Plan is to be a nationally recognised housing services provider. We have a comprehensive range of strategies, policies and procedures designed to ensure compliance with legislation, regulations and best practice, including a range of fraud related policies for staff and a suite of appropriate Key Performance Indicators (KPIs) (see pages 7 to 16).

St Leger Homes is committed to preventing modern slavery and human trafficking and all other potential violation of human rights in all of its business activities. It has no place in St Leger Homes' business or supply chains and we take a zero tolerance approach to it. Our annual modern slavery statement for the 2023/24 financial year, sets out our activities and can be found on our website at [www.stlegerhomes.co.uk](http://www.stlegerhomes.co.uk)

#### ***The need to act fairly as between members of the organisation***

St Leger operates a robust approach to governance, with frameworks in place for the management of Strategic and Operational Risk, financial control, operating performance and procurement. These frameworks sit under an extensive, overarching Management Agreement with CDC with clear lines of delegated authority and periodic monitoring and reporting (see pages 7 to 16).

#### ***Principal decisions***

The Code and Regulations do not define 'principal' or 'key' decisions but following the approval of the five year Corporate Plan in March 2019, the Directors feel that were a number of principal decisions in 2023/24 relating to company operations and key stakeholder groups. These include:

- Appointment of new Board Members and recruitment of a new Chief Executive;
- Development of the new Management Agreement;
- Development of the new Corporate Plan;
- Development of ICT systems;
- Responding to and implementing changing Building Safer Futures legislation;
- Development and approval of three year budgets and the Annual Development Plan (ADP); and
- Responding to the requirements of the Social Housing Regulation Bill.

# St Leger Homes of Doncaster Limited

## Strategic Report (continued)

### Business model and review of the financial year

St Leger Homes is wholly owned by City of Doncaster Council (CDC) as an Arm's Length Management Organisation (ALMO). It was incorporated on 15 September 2005 and commenced trading on 1 October 2005 to manage, maintain and improve CDC's housing and related stock. On 16 August 2023, CDC approved the renewal of the management agreement for the period 1 April 2024 to 31 March 2029. This new agreement, which was approved by the Board on 7 March 2024 and succeeds the previous five year agreement that expired on 31 March 2024.

Under the management agreement with CDC, St Leger Homes receives a fee from CDC's Housing Revenue Account (HRA) to manage and maintain the HRA stock on their behalf.

Other income is also received in the form of management fees to deliver the housing options service and the capital investment programme in CDC's housing stock, plus income from delivering property improvement services.

The fees are based on the actual cost of service within agreed budget targets. A number of services are procured from CDC and these are each subject to Service Level Agreements (SLAs) which set out agreed service standards and costs for the service.

### Vision, values and objectives

The five year corporate plan underpinned by a mission, a values, skills and behaviours framework and strategic objectives. Development of a new five year Corporate Plan commenced in the year just ended and was implemented in early 2024/25.

It is our mission to provide homes in neighbourhoods that people are proud to live in.

Our strategic objectives from April 2019 to March 2024 were to:

- Ensure all our homes are modern, decent and energy efficient;
- Support our tenants to lead successful and fulfilling lives;
- Be a nationally recognised housing services provider; and
- Deliver the aims of Doncaster Growing Together through innovation and partnership.

A balanced scorecard of priorities and targets has been developed for each objective and these are reviewed, updated and agreed annually with CDC to reflect current plans and risks.

An Annual Development Plan (ADP) is approved by CDC at the start of each financial year and is based on our strategic objectives and priorities and also Mayoral priorities. Key themes for 2023/24, and similar to the previous year, were:

- Reduce and prevent homelessness;
- Ensure the allocations policy reflects the changing needs of tenants and residents;
- Help tenants to sustain their tenancies;
- Improve communication with tenants and residents;
- Digital transformation to modernise and transform the business and service delivery;
- Develop the workforce;
- Deliver an efficient and effective repairs and maintenance service; and
- Invest in homes and neighbourhoods to improve condition and safety and reduce crime.

At every Board meeting, Members and Directors review progress against strategic priorities via timely and accurate reports, including Key Performance Indicators (KPIs), financial and operational reports, ADP progress reports, strategy updates and numerous other control documents.

Our new values and behaviours framework was implemented in the year, something that we see as essential for effective performance in any organisation and that can be measured and observed. The framework is made up of values, skills and behaviours, which are concerned with how we perform our roles, how we apply our knowledge and meet our performance objectives. The table below summarises the framework, which has four values, with two main skills linked to each value and every skill has a number of behaviours that should be in evidence at each level of the organisation.

# St Leger Homes of Doncaster Limited

## Strategic Report (continued)

### Vision, values and objectives (continued)

Values	Skills	Behaviours :
People	Communication Collaboration	Level 1 : Core – all employees Level 2 : Managerial - First Line Managers and Team Leaders Level 3 : Leadership - Middle / Senior Management
Pride	Personal motivation and confidence Customer	
Performance	Managing development and performance Decision making	
Progress	Resilience and delivery change Problem solving	

### Results and performance

These financial statements are for the 2023/24 financial year which ended on 31 March 2024. The Company's accounting reference date aligns with the CDC financial year.

#### Operations

The Company's principal activity during the year was the management and maintenance of the housing stock of CDC, which numbered 20,150, of which 19,857 were tenanted dwellings and 293 leasehold dwellings as at 31 March 2024. In addition, the company is responsible for the management of CDC's statutory duty to respond to homelessness within the City and also management of the investment programme for the improvement of the housing stock.

Core services were unchanged and delivered in full. The main projects in the year were the ongoing work of a number of 'Journeys to Excellence' projects around repairs, homelessness and customer access and planning for the regulatory inspection arrangements that come into force on 1 April 2024.

Services were delivered within budgets overall and the majority of key performance targets were met.

#### Financial

HRA management fee income for 2023/24 was £37.00m (2022/23: £35.64m) and other income was £19.63m (2022/23: £18.57m) giving a total of £56.63m (2022/23: £54.21m). This income is shown in the Company's Statement of Comprehensive Income under the heading "Turnover". This excludes the capital programme investment in CDC's housing stock, which is managed by St Leger Homes and is accounted for within CDC's financial statements.

#### Homes

Managing the CDC capital programme ensured continued investment in the housing stock. The property improvements programme totalled £35m and included external improvement schemes, environmental works, heating conversions and upgrades, estate works and structural repairs.

Building safety compliance investment, including fire safety and sprinkler works, was delivered in properties under our management.

Stock condition surveying continued in the year and results are being used in the long term investment planning.

We continue to carry out responsive and scheduled repair work and cyclical testing and servicing of heating and electrics to ensure the continued maintenance of our housing stock. We operate a 24/7 contact service.

Following the successful Repairs Excellence project in 2022/23, a 'One Repairs' programme commenced in the year to continue and extend this work, ensuring optimum utilisation of available systems to develop an efficient and cost effective wider repairs service.

# St Leger Homes of Doncaster Limited

## Strategic Report (continued)

### People (Employees)

St Leger Homes has a dedicated Human Resource and Organisational Development (HR&OD) team, supporting high levels of business change, which has been considerable in recent years with realignments, restructures, demand on services and ways of working.

Two more staff surveys were undertaken in the year as part of the programme that commenced in 2020/21. These considered a number of areas, including the continued assessment of employees' wellbeing and capturing thoughts and ideas for future working arrangements. Results are used to drive improvement in the way that we work with our People. The surveys have consistently seen high levels of employee satisfaction, exceeding 80%, which is above target and reaching 89% in March 2024 with 71% of the workforce responding to the survey.

Key employee related points to note for the year are summarised below.

#### Wellbeing:

- achieved Investors In People (IIP) accreditation
- we achieved the maximum five star rating in the British Safety Council's Occupational Health and Safety Audit scheme for the thirteenth year running,;
- retained accreditation to the international ISO45001 health and safety standard;
- achieved the Gold standard in our Public Health Bewell@Work activities, which continued throughout the year;
- the number of RIDDOR reportable injuries reduced in the year. A full evaluation of health and safety performance is provided to Board on a regular basis;
- delivered a comprehensive learning and development programme for all staff during 2023/24. The programme offered numerous training courses and learning events, either on site or virtually and
- embedding Personal Development Plans (PDPs) - training plans and learning needs analysis within our learning management system for all roles.

#### Career Start Activity and Apprenticeships:

- we continue to invest heavily in apprenticeships as part of succession planning and since 2005, St Leger Homes have trained over 180 apprentices;
- 83% of our apprentices were retained in a role post qualification;
- We supported over 100 St Leger Homes Tenants or Doncaster residents into training or employment as part of World of Work activity, exceeding our annual target; and
- 2023/24 saw continued external recognition for our program where we won Large Apprentice Employer of the year at Doncaster College Apprenticeship Awards and we supported one of our Degree Level Apprentices to win Apprentice of the Year at the Doncaster Chamber Awards and the National Direct Works Awards.

#### Engagement:

- We held our annual employee St Leger 'Stars' awards in December 2023, an event which has grown in popularity annually.
- Our twice yearly Q&A sessions with the Executive Management Team (EMT) were held enabling all employees to engage directly; and
- Carried out two engagement surveys (one being Investors in People)

#### Equality, Diversity and Inclusion:

- May 2023 saw us accredited by the Housing Diversity Network (HDN) for our commitment to Equality, Diversity and Inclusion Activity with eight areas of distinction.
- we continue to ask our staff for their views on how we approach Equality, Diversity and Inclusion;
- we monitor how representative our organisation is of the community that we serve, on the number of diverse employees that we employ and the number of diverse applicants applying for roles at St Leger and have seen a positive increase in both our workforce and customer measures over the last 2 years;
- decreased our gender pay gap over five years, achieving a 50/50 male to female SMT ratio and
- increased the number of women in our trade based roles and increased the number of female trade apprentices that are recruited year on year.

# St Leger Homes of Doncaster Limited

## Strategic Report (continued)

### People (Tenants)

St Leger Homes maintained our commitment to providing suitable homes, maintaining independence, tackling social and financial exclusion and empowering people to have a better quality of life.

Capturing the views of our tenants on all aspects of our operations is imperative and we continued this in 2023/24 with an increasing number of surveys, which included new tenant perception surveys as part of the new regulatory Tenant Satisfaction Measures, which replace the previous annual STAR surveys (see 'Customer satisfaction' below). These surveys are a vital source of information in developing our services.

We received external recognition with a number of people related awards during the year, most notably reaccreditation for the Government Standard for Customer Service Excellence (CSE) for the fourteenth year running. The standard is awarded to public service organisations which meet strict criteria demonstrating that they focus on the needs and preferences of their customers and all elements are considered either 'Compliant' or 'Compliance Plus'. As part of this work, we delivered CSE training to all employees.

The year saw the introduction of a more user friendly and up to date website in October 2023, which forms part of our ongoing channel shift strategy to improve communications with tenants and we improved our performance in the time taken to respond to complaints.

The Access to Homes Service had another exceptionally busy year. There has been sustained, very high demand in general approaches for access to the housing register, housing advice and homeless applications, statutory rehousing and use of temporary homeless accommodation as a result of the Homelessness Reduction Act 2017, demands of, humanitarian responses, cost of living impacts and Government instructions.

Addressing homelessness is one of the key priorities of City of Doncaster Council and St Leger Homes, and is therefore within our Corporate Plan, ADP and SDPs. We work very closely with the Complex Lives (CL) Alliance, including CDC, NHS and Children's Services, to support vulnerable Doncaster residents.

The severe weather emergency protocol (SWEP) was activated on several occasions in the year. SWEP ensures normal operational service is maintained and increases measures to prevent rough sleeping and keep people safe during these periods. Working with our partners, we were able to ensure a bed was available for every rough sleeper who wanted one during the severe weather.

Effective partnership working is essential in delivering the required services to residents of the City and our work with the DWP, CAB, Doncaster Financial Inclusion Group (FIG), Doncaster Renewal Group and Community First Credit Union, among others, plays a key role in delivering solutions to our tenants.

Tenant involvement is also very important in monitoring and improving services. Following the previous year's approval of the Customer Voice Strategy and the introduction of a One Voice Forum (OVF), 2023/24 focussed on delivering the strategy and embedding OVF to ensure that St Leger Homes is kept informed of the changing views, needs, desires and aspirations of the Doncaster community. OVF is proving successful as a platform for consulting with customers on various policies, strategies and changes to key areas of service delivery. We have also introduced a high-rise forum and a specific resident engagement strategy for those residents of high-rise buildings in line with the requirements of the 2022 Building Safety Act.

We have an active Tenant Scrutiny Panel (TSP) and a One Voice Forum (OVF) who undertake a number of tasks and reviews each year. Both play key roles in our work on consultation, customer engagement, mystery shopping and reality checking. We work closely with 22 Tenants and Residents Associations (TARAs).

We are particularly proud of our work over the past few years in helping our tenants with sustaining their tenancies, minimising and supporting with the impact of benefit reform and more recently the cost of living crisis and the wider poverty agenda.

## **St Leger Homes of Doncaster Limited**

### **Strategic Report (continued)**

Our dedicated Tenancy Sustainability Team help our tenants sustain their tenancies, benefit reform requirements and the cost of living crisis. The Team has received nearly 5,000 service referrals, verified nearly 30,000 individual UC claims and achieved £4m of financial gains for tenants since its creation in 2018. Performance is best reflected in the current arrears KPI which ended the year at 2.72%, better than target and lower in percentage terms than the previous financial year.

The team works in partnership with various agencies to gain the best support for our tenants; DWP, CAB, Credit Union, HACT, Yorkshire Water and various external funding streams. A more recent development to the service has been the recruitment of Mental Health Navigators. Our navigators have so far received 267 referrals from tenants and 35% of these have successfully engaged in a programme of mental health support. The other tenants have either been escalated into specialist services or disengaged. Of the tenants successfully completing the programme, 73% of these stated that they had experienced significant improvement in their mental health.

Our robust safeguarding arrangements continued in the year. We are a member of both the Adult & Children Safeguarding Boards and play an important role with strategic partners across Doncaster. In addition, we have links with or are members of other partnership panels and boards, including the Health and Wellbeing Board, the Doncaster Integrated Care Partnership Board, Multi-Agency Risk Management Arrangements Conference (MARAC) and Domestic Abuse Housing Alliance (DAHA).

We receive feedback from our tenants on our Equality, Diversity and Inclusion (EDI) and maintain an EDI balanced scorecard which includes information about the diversity of our customer base. This is reported quarterly and is used to inform future action planning.

Our Communication Strategy 2022-2026 sets out our plans to build a strong company reputation and to ensure all our stakeholders are engaged, involved and informed about what we do and how we do it and that there are clear two way lines of communication to influence the services we deliver and how we deliver them.

#### Neighbourhoods

St Leger Homes has a proactive approach to anti-social behaviour and we continued to work effectively with our partners via the Doncaster Safer Partnership. We aim to ensure properties are empty for as short a period as possible as this has a positive impact on neighbourhoods, reducing anti-social behaviour (ASB) and crime, as well as having a positive impact on income to the HRA.

Multi-agency task force working is effective in combating crime and ASB and supporting victims. Wider investment on estates, to help enhance and improve neighbourhoods continued, with fencing and parking schemes delivered and improvements to garage sites as part of our environmental programme.

The Council's Locality Model provides the neighbourhood partnership framework via Local Solutions Groups and escalation Bronze and Silver place based groups. St Leger Homes are a key partner and play a key role in case management and place based strategic operations. Our partnership working arrangements provide support to tenants and the wider community, particularly those who are most vulnerable and we also use enforcement tools and powers in partnership with other statutory services to combat and resolve anti-social behaviour and crime.

St Leger is also part of an 'Environmental Pride' programme, designed to support communities to take action to improve their neighbourhoods.

Our Customer Voice strategy strengthens our outcome focussed customer involvement structure. Our neighbourhoods work continued extensively in the year, including estate caretaker work, positive activities expenditure and estate walks.

## **St Leger Homes of Doncaster Limited**

### **Strategic Report (continued)**

#### **Modern slavery**

Modern slavery is a potential risk to our tenants, employees, residents of the City, our suppliers and therefore to St Leger Homes.

It has no place in St Leger Homes' business or supply chains and we take a zero tolerance approach to it. Our commitment to all aspects of equality and diversity is inherent in our mission, vision, values and strategic objectives.

We are committed to acting ethically and with integrity in all our business dealings and relationships and to implementing and enforcing effective systems and controls to ensure modern slavery is not taking place anywhere within our operations.

We are also committed to ensuring there is transparency in St Leger Homes and in our approach to tackling modern slavery throughout our supply chains and we demand the same high standards from all of our contractors, suppliers and business partners.

We publish our annual modern slavery statement, which sets out St Leger Homes' activities to ensure there is no slavery or human trafficking in our operations. The latest statement can be found on our website at [www.stlegerhomes.co.uk](http://www.stlegerhomes.co.uk) and it is also registered on the government website [www.gov.uk](http://www.gov.uk).

#### **Employment Policy**

In 2023/24, the Company employed on average 849 staff / 779 whole time equivalents (2022/23: 816 staff / 752 whole time equivalents).

We continued our commitment to developing our staff through the delivery of our People Strategy whose action plan is reviewed by the Board annually and EMT every six months.

A number of employee policies and related documents were considered by EMT and Board in the year, including but not limited to sickness, competitive pay, training, equality and diversity and behaviours. The new behaviours framework was embedded in the year after extensive employee consultation and involvement in 2022/23.

We met the commitments of the Disability Confident Scheme accredited by the Department for Work and Pensions. Achieving this accreditation means we can demonstrate that we make the most of the talents disabled people can bring to our workplace, enabling us to successfully recruit and retain disabled people and those with health conditions.

As part of our ongoing commitment to addressing any inequality issues in any form, we aim to ensure men and women are paid equally for doing equal work by determining their pay through an equality proofed job evaluation scheme. We published our Gender Pay Gap Report for 2022/23 in April 2023. This is available on our website.

#### **Costs and Performance**

The Transparency, Influence and Accountability Standard, one of the regulator's draft consumer standards from 1 April 2024, places a requirement on all registered providers to provide tenants with accessible information about:

- a) how they are performing in delivering landlord services and what actions they will take to improve performance where required;
- b) how they have taken tenants' views into account to improve landlord services, information and communication;
- c) how income is being spent; and
- d) directors' remuneration and management costs.

## St Leger Homes of Doncaster Limited

### Strategic Report (continued)

#### Costs and Performance (continued)

Although St Leger Homes is not a registered provider, the regulatory standards have always been recognised as best practice and performance information has always been reported in the Strategic Report within the Financial Statements. The information for CDC as the registered provider will be provided on the transparency section of their website. For 2023/24, Tenant Satisfaction Measures (TSMs) and additional cost information have also been included as a continuation of this.

#### Costs

Income for 2023/24 totalled £56.6m and was spent across the service areas as shown below, together with comparatives for 2022/23:

Service area	2023/24	2023/24	2022/23	2022/23
	Total	Per unit	Total	Per unit
	£m	£	£m	£
Housing Management	10.6	528	11.4	567
Routine Maintenance	17.0	842	15.9	787
Major Repairs expenditure	12.3	609	10.4	517
Asset Management	5.4	268	6.3	313
Housing Options incl. homelessness	5.3	263	4.8	240
Corporate Services	6.0	300	5.7	283
<b>Total</b>	<b>56.6</b>	<b>2,811</b>	<b>54.5</b>	<b>2,707</b>

In terms of Directors' remuneration and management costs, the table below summarises costs per unit managed for:

- the highest paid Director, who is the Chief Executive, excluding pension and National Insurance contributions; and
- all Directors remuneration including pension and National Insurance contributions.

	2023/24	2022/23
	Per unit	Per unit
	£	£
Chief Executive's remuneration (excl NI and Pension)	6.91	6.76
<b>Total Directors' remuneration (incl NI and Pension)</b>	<b>26.32</b>	<b>27.06</b>

#### Performance

At the start of each financial year, a suite of Key Performance Indicators (KPIs) is approved by Board and CDC. The suite is developed from strategic objectives, risks and Mayoral priorities, and is reported monthly at appropriate levels within St Leger Homes and CDC. St Leger Homes validates these KPIs as part of the annual Internal Audit programme, employee and customer surveys and also benchmarking.

In addition, 2023/24 saw the introduction of Tenant Satisfaction Measures (TSMs) as part of the changing regulatory environment, and St Leger Homes collected this information in line with these new requirements. There are 22 TSMs, comprising twelve related to customer satisfaction and measured by tenant perception surveys, and ten performance measures captured as part of St Leger Homes' management information.

For 2024/25, all of the 22 TSMs form part of the KPI suite.



## St Leger Homes of Doncaster Limited

### Strategic Report (continued)

#### Key Performance Indicators and Tenant Satisfaction Measures 2023/24:

The table below summarises KPI and TSM performance against targets and comparatives where possible.

Indicator Description	23/24 Target	23/24 Outturn	22/23 Outturn	21/22 Outturn	20/21 Outturn	19/20 Outturn
% of current rent arrears against annual debit	2.75%	2.72%	2.74%	2.55%	2.75%	2.79%
Void rent loss % through vacant dwellings	0.50%	0.68%	0.67%	0.79%	1.00%	0.59%
Average days to re-let standard properties	20.0	24.9	26.7	33.7	46.1	22.9
Number of tenancies sustained post support	97.3%	99.3%	96.8%	98.3%	97.3%	93.8%
Number of homeless preventions	n/a	850	850	566	604	965
Number of repairs first visit complete	94.0%	95.1%	94.8%	90.2%	90.9%	90.2%
Gas - % of properties with a valid landlord certificate	100%	100%	100%	100%	100%	100%
Fire: % homes all risk assessments have been carried out (New TSM)	100%	100%	Not applicable			
Asbestos: % homes surveys or re-inspections completed (New TSM)	100%	100%	Not applicable			
Legionella: % homes where all assessments completed (New TSM)	100%	100%	Not applicable			
Lifts: % homes all communal lifts safety checks completed (New TSM)	100%	100%	Not applicable			
Days lost through sickness per FTE	8.5	11.2	11.7	11.9	6.6	8.2
Percentage of local expenditure	70%	39%	67%	73%	69%	63%
Percentage of homes maintaining decent standard	100%	99.21%	99.69%	99.99%	99.99%	100%

Once again current rent arrears performance was exceptional, out-turning at 2.72% against the year-end target of 2.75%. The past few years have been particularly challenging with Universal Credit roll out fully across the city, Brexit, the Covid19 pandemic and the ongoing the added, substantial pressures of a cost of living crisis where tenants experienced high inflation and large increases in utility and fuel costs.

Performance on voids continued its steady improvement over recent years following the impact of Covid on repairs and lettings, primarily in 2020/21. It is also worth noting that although voids performance has not met targets in recent years, it is consistently in the top or upper quartiles when benchmarked with our peers and also all providers nationally.

#### Customer Satisfaction 2023/24

Historically, the main methods of assessing customer satisfaction levels have been through the annual Survey of Tenants and Residents (STAR), as well as a programme of responsive, bespoke transactional customer surveys throughout the year. These are used to inform our service delivery methods and respond effectively to emerging needs.

## St Leger Homes of Doncaster Limited

### Strategic Report (continued)

#### Performance (continued)

This changed in 2023/24 with the introduction of TSMs, so STAR was replaced by tenant perception surveys carried out over a five month period in the year. All twelve customer satisfaction TSMs are shown below:

TSM ref	Tenant Satisfaction Measure : “% Percentage of respondents who...”	St Leger Homes %
TP01	report that they are satisfied with the overall service from their landlord	76%
TP02	had a repair in last 12 months are satisfied with the overall repairs service	80%
TP03	had a repair in the last 12 months are satisfied with time taken to complete most recent	73%
TP04	are satisfied that their home is well maintained	76%
TP05	are satisfied that their home is safe	85%
TP06	are satisfied that their landlord listens to tenants views and acts upon them	72%
TP07	are satisfied that their landlord keeps them informed about things that matter to them	79%
TP08	agree their landlord treats them fairly and with respect	90%
TP09	report making a complaint in last 12 months are satisfied with the approach to complaints handling	30%
TP10	are satisfied that their landlord keeps communal areas clean and well maintained	67%
TP11	are satisfied that their landlord makes a positive contribution to the neighbourhood	77%
TP12	are satisfied with their landlord's approach to handling anti-social behaviour	69%

It is pleasing to report that all of the above twelve satisfaction measures were above Median when benchmarked with our peers in the year and only one was below Median (Quartile 3) when benchmarked nationally mid-year with all housing providers. Year end benchmarking information is not yet available.

In addition to the TSMs, we carried out transactional surveys throughout the year and in general these were very positive, highlighting areas of good performance and also areas where improvements were required.

#### Customer Charter and Service Standards

In addition to the KPIs, St Leger Homes reports on Customer Service Standards as part of its Customer Charter.

These are set in consultation with our customers, taking into account our Corporate Plan 2019-2024, KPIs and the Regulatory Consumer Standards, to ensure our customers are clear about the levels of service they can expect from us and we are clear about what we need to deliver.

The standards are reviewed periodically and approved by EMT and Board and performance is monitored on a quarterly basis. For 2023/24, there were 12 standards measured across four themes – People, Homes, Communities and Partnerships. The measures covered the following areas:

- Respectful and helpful
- Effective complaints handling
- Keeping properties in good repair
- Maintaining building safety
- Responsible neighbourhood management
- Informing, involving, consulting and collaborating on service delivery

The table below summarises our performance for the past five years:

Service standards	23/24	22/23	21/22	20/21	19/20
Compliant	4	7	6	7	8
Within target tolerance	4	2	3	1	3
Not compliant	4	4	6	3	2
Total	12	13	15	11	13

## **St Leger Homes of Doncaster Limited**

### **Strategic Report (continued)**

#### **Value For Money (VFM)**

VFM is embedded in our mission, values and strategic objectives and our Annual Development Plan (ADP). Service Delivery Plans (SDP) for each Directorate are developed around these objectives and priorities. St Leger Homes has a good track record on VFM.

As in previous years, we produced and published our annual VFM self-assessment (based on the 2022/23 financial year) to capture all VFM achievements and work into one summary document. The self-assessment again shows that St Leger is, in general, a low cost, mid to high performing organisation when benchmarked with our peers (around 30 organisations) and also all housing providers nationally (around 110 organisations).

We also continue to benchmark on a monthly basis through national pulse surveys on around thirteen key indicators and we are consistently above median for the majority of these.

#### **Principal Risks and Uncertainties**

Effective risk management remains an integral part of our business processes. We have recognised that identifying and managing the risks we face is a critical element in achieving our wider vision.

All strategic risks are considered by their potential impact on the delivery of the company's aims, objectives and the provision of services together with the predicted likelihood of the actual event or occurrence and the score registered on a risk matrix. Each risk has a member of the Leadership Team as its owner and assumes the responsibility of ensuring effective mitigation actions are in place. Quarterly reviews and updates took place during the year and this will continue in 2023/24.

#### **Review of the Risk Register**

Strategic risks have been identified with varying degrees of probability and impact on the organisation. These are monitored on a regular basis by the Board, Audit and Risk Committee, EMT and Leadership. A full review of the risk format, content and methodology was undertaken in the year to ensure all risks were adequately recorded and the processes were still fit for purpose.

The key strategic risks in the register at year end and going forward are 'The failure to':

- manage the Homelessness issues and subsequent demand for housing within the city of Doncaster;
- to ensure customers and partners are aware of demands on services and what is achievable in a challenging climate (financial, operational, political, regulatory, legislative);
- recruit, retain and develop a workforce that is skilled, resilient, diligent, efficient and effective;
- manage all Building Safety related issues surrounding High Risk Residential Building and any emerging new requirements (HRRBs);
- manage corporate health, safety and compliance risks; and
- effectively govern and manage in an increasingly regulated climate.

#### **Future Developments**

Our Annual Development Plan for 2024/25 was approved by the Board in April 2024 and is available on our website, along with our new five year Corporate Plan, at [www.stlegerhomes.co.uk](http://www.stlegerhomes.co.uk).

These documents set out our future plans and targets in the short and medium term. These are cross-referenced to the City of Doncaster Council's strategy, confirming St Leger's commitment to working in partnership with CDC and key partners.

# St Leger Homes of Doncaster Limited

## Strategic Report (continued)

### Future Developments (continued)

The Corporate Plan was created collaboratively with tenants and colleagues and outlines our strategic direction for the coming years. It is divided into four main themes – People, Homes, Communities and Partnerships – and focusses as follows .:

- People - focuses on the aim of 'getting it right for our customers and staff' .
- Homes - focuses on the aim of 'providing good quality, safe homes at a rent you can afford'.
- Communities - focuses on the aim of 'helping to build communities, not just houses'.
- Partnerships - focuses on the aim of 'working with others to deliver Doncaster's "thriving people, places and planet" ambitions'.

These four themes will help make sure we prioritise the things that our customers, stakeholders and staff members have said matter the most to them following extensive consultation.

The Corporate Plan details our commitment and aims, which in summary involves

- understanding, engaging effectively with and supporting our tenants;
- having a compassionate and skilled workforce;
- tackling homelessness;
- providing safe, hazard free, efficient and affordable homes and an effective maintenance service;
- working with partners to help and develop communities and deliver City wide strategies; and
- tackling climate change.

The ADP for 2024/25 has 21 detailed actions across eleven service areas that contribute to the above four main themes.

Cross cutting all of the ADP and Corporate Plan actions will be the continued essential work around governance and the requirements of the Social Housing Regulation Bill, new Tenant Satisfaction Measures, evidencing our compliance with the Regulator of Social Housing (RSH) standards, building safety, excellent customer service and preparing for regulatory inspection.

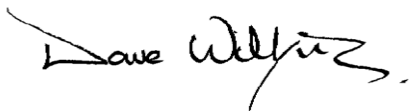
We will continue to work with our Tenants to assist them with the challenges that have emerged in recent years, in particular the cost of living crisis.

The challenging economic and political climates mean we must continue to be an organisation which delivers efficiencies and value for money services. The recent investment in a new Integrated Housing Management Solution is transforming the way the company operates and deliver further efficiencies and this will be developed further. We will continue to invest in our employees, deliver our People Strategy and build on the Investors In People accreditation achieved in 2023.

We continually monitor our services for impact and growth potential, respond to housing needs in the forward plan for capital projects and seek to further improve energy efficiency in our homes and our environmental footprint.

By order of the Board and signed on its behalf

St Leger Homes of Doncaster Limited  
St Leger Court  
White Rose Way  
Doncaster DN1 3BU



Dave Wilkinson  
Chair

# St Leger Homes of Doncaster Limited

## Directors' Report

### Legal status of Company

The Company is limited by guarantee and does not have any Share Capital.

### Status of Company and composition of the Board

CDC, the sole member of the Company, undertakes, in the event of the Company being wound up, to contribute such amount as may be required for the payment of the debts and liabilities of the Company. After the satisfaction of all the debts and liabilities the remaining assets will be transferred to the CDC Housing Revenue Account (as defined in the Local Government & Housing Act 1989).

A Board of non-executive Directors run the Company and is made up of representatives of the company, local community and independent members:

- One Independent Chair
- Three Council tenants
- Three Council nominees
- Three Independent members
- Chief Executive of St Leger Homes of Doncaster Limited

The composition of the Board reflects the range and mix of skills and experience required for the effective management of the Company. An Executive Management Team supports the Board; the Executive Management Team is responsible for the day-to-day running of the Company.

### Proposed dividend

The Company has been set up as a non-profit making organisation, no dividends are paid. The Directors therefore do not recommend the payment of a dividend, or distribution of any surplus.

### Directors and Directors' interests

The Directors who held office during the year are detailed on page 2.

### Post Balance Sheet Events

There were no post balance sheet events to report.

### Disclosure of information to auditors

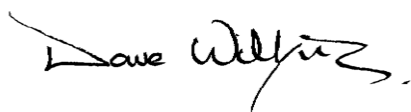
The Directors who held office at the date of approval of this Directors' report confirm that, so far as they are each aware, there is no relevant audit information of which the Company's Directors are individually unaware; and each Director has taken all the steps that they ought to have taken as a Director to make themselves aware of any relevant audit information and to establish that the Company's auditors are aware of that information.

### Auditors

Following the expiry of the existing External Auditors contract on the 30 September 2024, a tendering exercise will be carried out in 2024/25, in accordance with section 385 of the Companies Act 2006, to appoint external auditors at the Annual General Meeting for the Financial Year ending 31 March 2025.

By order of the Board and signed on its behalf

St Leger Homes of Doncaster Limited  
Civic Office  
Waterdale  
Doncaster DN1 3BU



Dave Wilkinson  
Chair

## **St Leger Homes of Doncaster Limited**

### **Statement of Internal Control**

The Board of Directors acknowledges its ultimate responsibility for ensuring that the Company has in place a system of controls that is appropriate to the various business environments in which it operates. These controls are designed to give reasonable assurance with respect to:

- The reliability of financial information used within the Company or for publication;
- The maintenance of proper accounting records; and
- The safeguarding of assets against unauthorised use or disposal.

It is the Board of Directors' responsibility to establish and maintain systems of internal financial control. Such systems can only provide reasonable and not absolute assurance against material financial misstatement or loss. The system of internal control includes the following key elements:

- Formal policies and procedures are in place, including the documentation of key systems and rules relating to the delegation of authorities, which allow the monitoring of controls and restrict the unauthorised use of the Company's assets;
- Experienced and suitably qualified staff to take responsibility for important business functions. Annual employee development review procedures have been established to maintain standards of performance;
- The establishment of written policies and procedures and a scheme of delegated authority designed to ensure that proper accounting records are maintained;
- A risk management framework in which priority risks are reviewed by the Board, Audit and Risk Committee, Executive Management Team and senior managers;
- Forecasts and budgets are prepared which allow the Board of Directors and management to monitor the key business risks and financial objectives and progress towards financial plans set for the year and the medium term. Regular management accounts are prepared promptly, providing relevant, reliable and up-to-date financial and other information and significant variances from budgets are investigated as appropriate;
- All significant new initiatives, major commitments and investment projects are subject to formal authorisation procedures, through the Board of Directors and officers of the Company;
- The internal audit programme is in place to review, appraise and report upon the adequacy of internal controls. Any actions necessary to correct any weaknesses identified by internal or external audit are incorporated within the action plan that is agreed and monitored by the Audit Committee. The annual report of the Internal Auditors for 2023/24 was received by Audit and Risk Committee in June 2024 and gave a positive opinion that the systems of internal control examined were generally sound with only a few exceptions.
- A full range of insurance has been put in place to safeguard assets.

On behalf of the Board, management has reviewed the effectiveness of systems of internal control in existence for the year ended 31 March 2024. No weaknesses were found in the internal controls, which resulted in material losses, contingencies or uncertainties, which require disclosure in the financial statements or in the auditor's report on the financial statements. The Board of Directors is satisfied that this remains the case up to the signing of these documents.

The Board of Directors is also of the opinion that the Company has suitable internal controls for maintaining adequate accounting records, safeguarding the assets of the Company and for taking reasonable steps to prevent and detect fraud and other irregularities. These financial statements have been prepared on the basis that the Company is a going concern.

## **St Leger Homes of Doncaster Limited**

### **Statement of Directors' Responsibilities**

The Directors are responsible for preparing the Directors' Report and the financial statements in accordance with applicable law and regulations.

Company law requires the Directors to prepare financial statements for each financial year. Under that law they have elected to prepare the financial statements in accordance with UK Accounting Standards and applicable law (UK Generally Accepted Accounting Practice).

The financial statements are required by law to give a true and fair view of the state of affairs of the company and of the profit or loss of the company for that period.

In preparing these financial statements, the Directors are required to:

- select suitable accounting policies and then apply them consistently;
- make judgements and estimates that are reasonable and prudent;
- state whether applicable UK Accounting Standards have been followed, subject to any material departures disclosed and explained in the financial statements; and
- prepare the financial statements on a going concern basis unless it is inappropriate to presume that the company will continue in business.

The Directors are responsible for keeping proper accounting records that disclose with reasonable accuracy at any time the financial position of the company and enable them to ensure that its financial statements comply with the Companies Act 2006. They have general responsibility for taking such steps as are reasonably open to them to safeguard the assets of the company and to prevent and detect fraud and other irregularities.

The Directors are responsible for the maintenance and integrity of the corporate and financial information included on the company's website. Legislation in the UK governing the preparation and dissemination of financial statements may differ from legislation in other jurisdictions.

# St Leger Homes of Doncaster Limited

## Independent Auditor's Report to the Members of St Leger Homes of Doncaster

### Opinion

We have audited the financial statements of St Leger Homes of Doncaster (the 'Company') for the year ended 31 March 2024 which comprise the Statement of Comprehensive Income, the Statement of Financial Position, the Statement of Changes in Reserves, the Statement of Cash Flows and the notes to the financial statements, including a summary of significant accounting policies in note 1. The financial reporting framework that has been applied in their preparation is applicable law and United Kingdom Accounting Standards, including FRS 102 "The Financial Reporting Standard applicable in the UK and Republic of Ireland" (United Kingdom Generally Accepted Accounting Practice).

In our opinion, the financial statements:

- give a true and fair view of the state of the Company's affairs as at 31 March 2024 and of its income and expenditure for the year then ended;
- have been properly prepared in accordance with United Kingdom Generally Accepted Accounting Practice; and
- have been prepared in accordance with the requirements of the Companies Act 2006.

### Basis for opinion

We conducted our audit in accordance with International Standards on Auditing (UK) (ISAs (UK)) and applicable law. Our responsibilities under those standards are further described in the Auditor's responsibilities for the audit of the financial statements section of our report. We are independent of the Company in accordance with the ethical requirements that are relevant to our audit of the financial statements in the UK, including the Financial Reporting Council's (FRC) Ethical Standard, and we have fulfilled our other ethical responsibilities in accordance with these requirements. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

### Conclusions relating to going concern

In auditing the financial statements, we have concluded that the Board's use of the going concern basis of accounting in the preparation of the financial statements is appropriate.

Based on the work we have performed, we have not identified any material uncertainties relating to events or conditions that, individually or collectively, may cast significant doubt on the Company's ability to continue as a going concern for a period of at least twelve months from when the financial statements are authorised for issue.

Our responsibilities and the responsibilities of the Board with respect to going concern are described in the relevant sections of this report.

### Other information

The other information comprises the information included in the annual report, other than the financial statements and our auditor's report thereon. The Board is responsible for the other information contained within the annual report. Our opinion on the financial statements does not cover the other information and, except to the extent otherwise explicitly stated in our report, we do not express any form of assurance conclusion thereon.

Our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained in the course of the audit, or otherwise appears to be materially misstated. If we identify such material inconsistencies or apparent material misstatements, we are required to determine whether this gives rise to a material misstatement in the financial statements themselves. If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact.

We have nothing to report in this regard.



## **St Leger Homes of Doncaster Limited**

### **Independent Auditor's Report to the Members of St Leger Homes of Doncaster (continued)**

#### **Opinions on other matters prescribed by the Companies Act 2006**

In our opinion, based on the work undertaken in the course of the audit:

- the information given in the strategic report and the directors' report for the financial year for which the financial statements are prepared is consistent with the financial statements; and
- the strategic report and the directors' report have been prepared in accordance with applicable legal requirements.

#### **Matters on which we are required to report by exception**

In the light of the knowledge and understanding of the Company and its environment obtained in the course of the audit, we have not identified material misstatements in the strategic report or the directors' report.

We have nothing to report in respect of the following matters in relation to which the Companies Act 2006 requires us to report to you if, in our opinion:

- adequate accounting records have not been kept, or returns adequate for our audit have not been received from branches not visited by us; or
- the financial statements are not in agreement with the accounting records and returns; or
- certain disclosures of directors' remuneration specified by law are not made; or
- we have not received all the information and explanations we require for our audit.

#### **Responsibilities of directors**

As explained more fully in the Statement of Directors' Responsibilities set out on page 18, the Board is responsible for the preparation of the financial statements and for being satisfied that they give a true and fair view, and for such internal control as the Board determines is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, the Board is responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the Board either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

#### **Auditor's responsibilities for the audit of the financial statements**

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance but is not a guarantee that an audit conducted in accordance with ISAs (UK) will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.

A further description of our responsibilities for the audit of the financial statements is located on the Financial Reporting Council's website at [www.frc.org.uk/auditorsresponsibilities](http://www.frc.org.uk/auditorsresponsibilities). This description forms part of our auditor's report.

## St Leger Homes of Doncaster Limited

### Independent Auditor's Report to the Members of St Leger Homes of Doncaster (continued)

#### Extent to which the audit was considered capable of detecting irregularities, including fraud

We identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, and then design and perform audit procedures responsive to those risks, including obtaining audit evidence that is sufficient and appropriate to provide a basis for our opinion.

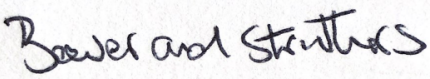
In identifying and addressing risks of material misstatement in respect of irregularities, including fraud and non-compliance with laws and regulations, our procedures included the following:

- We obtained an understanding of laws, regulations and guidance that affect the Company, focusing on those that had a direct effect on the financial statements or that had a fundamental effect on its operations. Key laws, regulations and guidance that we identified included the Companies Act 2006, tax legislation, health and safety legislation, and employment legislation.
- We enquired of the Board and reviewed correspondence and Board meeting minutes for evidence of non-compliance with relevant laws and regulations. We also reviewed controls the Board have in place, where necessary, to ensure compliance.
- We gained an understanding of the controls that the Board have in place to prevent and detect fraud. We enquired of the Board about any incidences of fraud that had taken place during the accounting period.
- The risk of fraud and non-compliance with laws and regulations was discussed within the audit team and tests were planned and performed to address these risks.
- We reviewed financial statements disclosures and supporting documentation to assess compliance with relevant laws and regulations discussed above.
- We enquired of the Board about actual and potential litigation and claims.
- We performed analytical procedures to identify any unusual or unexpected relationships that might indicate risks of material misstatement due to fraud.
- In addressing the risk of fraud due to management override of internal controls we tested the appropriateness of journal entries and assessed whether the judgements made in making accounting estimates were indicative of a potential bias.

Due to the inherent limitations of an audit, there is an unavoidable risk that we may not have detected some material misstatements in the financial statements, even though we have properly planned and performed our audit in accordance with auditing standards. For example, as with any audit, there remained a higher risk of non-detection of irregularities, as these may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal controls. We are not responsible for preventing fraud or non-compliance with laws and regulations and cannot be expected to detect all fraud and non-compliance with laws and regulations.

#### Use of our report

This report is made solely to the Company's members, as a body, in accordance with Chapter 3 of Part 16 of the Companies Act 2006. Our audit work has been undertaken so that we might state to the Company's members those matters we are required to state to them in an auditor's report and for no other purpose. To the fullest extent permitted by law, we do not accept or assume responsibility to anyone other than the Company and the Company's members as a body, for our audit work, for this report, or for the opinions we have formed.



Richard Graham ACA (Senior Statutory Auditor)

**For and on behalf of**  
**Beever and Struthers**  
Statutory Auditor  
1 George Leigh House  
St Ancoats  
Manchester  
M4 5DL

Date: 30.08.24

## St Leger Homes of Doncaster Limited

### Income Statement

For the year ended 31 March 2024

		Year Ended 31 March 2024	Year Ended 31 March 2023
	Note	£000	£000
Turnover	2	56,626	54,209
Cost of Sales		(52,537)	(53,137)
<b>Gross Profit</b>		<u>4,089</u>	<u>1,072</u>
Administrative Expenses <b>(Loss)</b>		<u>(6,677)</u> (2,588)	<u>(6,662)</u> (5,590)
Interest Receivable/(payable)	13	<u>965</u>	<u>(1,229)</u>
<b>(Loss) on Ordinary Activities before Taxation</b>		<u>(1,623)</u>	<u>(6,819)</u>
Tax on (Loss) on Ordinary Activities	6	0	0
<b>(Loss) on Ordinary Activities after Taxation</b>		<u><u>(1,623)</u></u>	<u><u>(6,819)</u></u>

All of the activities of the company are classed as continuing.

The accounts are prepared on a historical cost basis.

### Statement of Comprehensive Income

For the year ended 31 March 2024

		Year Ended 31 March 2024	Year Ended 31 March 2023
	Note	£000	£000
(Loss) attributable to the members of the Company		(1,623)	(6,819)
Actuarial gain/(loss) recognised in the pension scheme for the financial year	13	15,144	73,703
Pension surplus not recognised	13	<u>(35,187)</u>	<u>(2,378)</u>
<b>Total comprehensive income for the financial year</b>		<u><u>(21,666)</u></u>	<u><u>64,506</u></u>

The notes on pages 26 to 37 form part of these financial statements.

## St Leger Homes of Doncaster Limited

### Statement of changes in Revenue Reserve

*As at 31 March 2024*

	<b>Year Ended 31 March 2024</b>	<b>Year Ended 31 March 2023</b>
	<b>£000</b>	<b>£000</b>
Balance as at 1 April	21,584	(42,922)
Profit from Statement of Comprehensive Income for the year ended 31 March	(21,666)	64,506
<b>Balance at 31 March 2024</b>	<b>(82)</b>	<b>21,584</b>

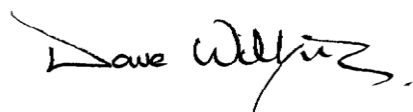
# St Leger Homes of Doncaster Limited

## Statement of Financial Position

As at 31 March 2024

		As at 31 March 2024		As at 31 March 2023	
	Note	£000	£000	£000	£000
<b>Current Assets</b>					
Inventories	7		2,437		2,385
Debtors	8		5,869		3,931
Cash and cash equivalents			1,321		78
			<u>9,627</u>		<u>6,394</u>
<b>Creditors: amounts falling due within one year</b>					
Bank Overdraft	9		(9,557)		(6,324)
			<u>0</u>		<u>0</u>
<b>Net Current Assets</b>			70		70
<b>Provisions for liabilities and charges</b>	10		(70)		(70)
			<u>0</u>		<u>0</u>
<b>Net assets excluding pension assets/(liabilities)</b>			0		0
<b>Pension assets/(liabilities)</b>					
Pension asset/(liability)	13	<u>(82)</u>	(82)	<u>21,584</u>	21,584
<b>Net assets/(liabilities) including pension assets/(liabilities)</b>			<u>(82)</u>		<u>21,584</u>
<b>Capital and reserves</b>					
Profit and loss account			<u>(82)</u>		<u>21,584</u>

These financial statements were approved by the Board of Directors on 1 August 2024 and were signed on its behalf by:



Dave Wilkinson  
Chair

Company registration number 05564649

The notes on pages 26 to 37 form part of these financial statements

## St Leger Homes of Doncaster Limited

### Statement of Cash Flows

For the year ended 31 March 2024

		Year Ended 31 March 2024	Year Ended 31 March 2023
	Note	£000	£000
<b>Cash flow from operating activities</b>		1,243	(2,449)
Profit for the financial year		0	0
Adjustments for:			
Depreciation of property plant, & equipment		0	0
(Increase) in debtors	8	(1,938)	(4)
(Increase) in work in progress and stock	7	(51)	(300)
(Decrease) / increase in creditors	9	3,232	(2,145)
<b>Net cash outflow from operating activities</b>		1,243	(2,449)
<b>Cash flow from investing activities</b>			
Purchase of property plant, & equipment		0	0
<b>Net decrease in cash and cash equivalents</b>		1,243	(2,449)
Cash and cash equivalents at the beginning of the year		78	2,527
<b>Cash and cash equivalents at the end of the year</b>		1,321	78

The notes on pages 26 to 37 form part of these financial statements

# St Leger Homes of Doncaster Limited

**Notes** (forming part of the financial statements)

## 1. Accounting Policies

The following accounting policies have been applied consistently in dealing with items which are considered material in relation to the Company's financial statements. The prior year results are for the year ended 31 March 2023. St Leger Homes was incorporated in the United Kingdom and its registered office is Civic Office, Waterdale, Doncaster, DN1 3BU.

### Basis of Accounting

The financial statements have been prepared in accordance with applicable accounting standards and under historical cost accounting rules. The financial statements are presented in £ sterling and rounded to the nearest thousand pounds.

These financial statements are for the year ended 31 March 2024 and comply with FRS102.

St Leger Homes undertakes the management and maintenance of the housing stock of Doncaster Council (CDC) and the management of the investment programme for the modernisation of the housing stock.

The Management Agreement is in place whereby CDC will take back the assets and liabilities of St Leger Homes at the end of its life or if the operations move elsewhere.

It has been declared by HMRC that ALMOs have been adjudged to be "non-trading" with regards to the business that is conducted between the ALMO and its parent council and thus ALMOs are exempt from corporation tax on any surpluses generated through this relationship.

### Turnover

Turnover represents the amounts derived from the provision of goods and services in the normal course of business, net of trade discounts, VAT and other sales related taxes.

### Post-retirement Benefits

The Company participates in the Local Government Pension Scheme (LGPS). The scheme is a defined benefit pension scheme. The assets of the scheme are held separately from those of the Company in an independently administered fund. Pension scheme assets are measured at fair value and pension scheme liabilities are measured on the actuarial basis using the projected unit method and discounted at a rate equivalent to the current rate of return on a high quality corporate bond of equivalent term and currency to the scheme liabilities.

When a pension scheme is in deficit, the requirement of Section 28 of Financial Reporting Standard (FRS) 102 is to show the pension scheme as a liability on the balance sheet. When a pension scheme is in surplus, the level of surplus disclosed is based on a number of underlying assumptions and conditions.

The last full triennial valuation was carried out as at 31 March 2022 and the pension scheme is now in surplus.

As a result of the agreements that exist between St Leger Homes and CDC, a pension related guarantee from CDC to cover all related pension costs exists.

For defined benefit schemes the amounts charged to the profit are the current service costs and gains and losses on settlements and curtailments. They are included as part of staff costs. Past service costs are recognised immediately in the profit and loss account if the benefits have vested. If the benefits have not vested immediately, the costs are recognised over the period until vesting occurs.

# St Leger Homes of Doncaster Limited

**Notes** (forming part of the financial statements-continued)

## **Post-retirement Benefits (continued)**

The interest cost and expected return on investments are shown as a net amount of other finance costs or credits adjacent to interest. Actuarial gains and losses are recognised immediately in the statement of total recognised gains and losses.

## **Judgements in applying accounting policies and key sources of estimation uncertainty.**

The preparation of the financial statements requires management to make judgements, estimates and assumptions that affect the amounts reported for assets and liabilities as at the balance sheet date and the amounts reported for revenues and expenses during the year. However, the nature of estimation means that actual outcomes could differ from those estimates. The following judgements (apart from those involving estimates) have had the most significant effect on amounts recognised in the financial statements.

### Going Concern

The accounts have been prepared on a going concern basis.

The pension scheme in the Statement of Financial Position for St Leger shows an overall surplus, comprising a pension asset and positive revenue reserves at 31 March 2024 and 31 March 2023. The accounting treatment does not impact on the day to day operations of St Leger Homes and the accounts have been prepared on a going concern basis since the Directors believe the company will continue to operate for the foreseeable future.

### Provisions for bad debts

Provision is made against debts to the extent that they are considered potentially irrecoverable. Debtor balances are reviewed individually for recoverability.

### Provisions for liabilities

FRS 102 requires that a liability is recognised to the extent of any unused holiday pay entitlement which has accrued at the balance sheet date and carried forward to future periods and that this is measured at the undiscounted salary cost of the future holiday entitlement so accrued at the balance sheet date. No accrual has been made for holiday pay on the grounds of materiality. This area is reviewed on an annual basis.

### Pension liability

The critical underlying assumptions in relation to the estimate of the pension defined benefit scheme obligation such as standard rates of inflation, property valuations, mortality, discount rate and anticipated future salary increases. Variations in these assumptions have the ability to significantly influence the value of the asset or liability recorded and annual defined benefit expense.

## **Operating Leases**

Operating lease rentals are charged to the profit and loss account on a straight line basis over the period of the lease.



# St Leger Homes of Doncaster Limited

**Notes** (forming part of the financial statements-continued)

## Taxation

The charge for taxation is based on the result for the year and takes into account taxation deferred because of timing differences between the treatment of certain items for taxation and accounting purposes. Except where otherwise required, full provision is made, without discounting, for all timing differences which have arisen but not reversed at the balance sheet date except as required by FRS 102 Section 29.

## Cash

Cash, for the purpose of the statement of cash flows, comprises cash in hand and deposits repayable within three months, less overdrafts payable on demand.

## Inventories

Stock is stated at the estimated selling price less cost to sell. WIP is attributable to finished goods that include labour, materials and direct/indirect overheads.

## 2. Analysis of turnover

	Year Ended 31 March 2024	Year Ended 31 March 2023
	£000	£000
<b>By Activity</b>		
Housing and support services	23,688	22,567
Repairs and technical services	32,938	31,642
	<hr/> 56,626	<hr/> 54,209

## 3. Profit/Loss on ordinary activities before taxation

Turnover and profit/loss on ordinary activities all arose in the United Kingdom and are attributable to the principal activity of the business.

Profit/loss and profit/loss on activities before taxation is stated after charging:

	Year Ended 31 March 2024	Year Ended 31 March 2023
	£000	£000
Auditors' Remuneration	24	22
Internal Audit	37	30
Staff Costs (see note 4)	30,298	28,579
Operating lease rentals		
- Buildings (see note 13)	165	133
	<hr/> 165	<hr/> 133

## St Leger Homes of Doncaster Limited

**Notes** (forming part of the financial statements-continued)

### 4. Staff numbers and costs

The average monthly number of whole time equivalent (WTE) employees was:

	<b>Year Ended 31 March 2024</b>	<b>Year Ended 31 March 2023</b>
	<b>No. of employees</b>	<b>No. of employees</b>
Housing and support services	313	318
Repair and technical services	462	430
Directors	4	4
	779	752

Their aggregate remuneration comprised:

	<b>Year Ended 31 March 2024</b>	<b>Year Ended 31 March 2023</b>
	<b>£000</b>	<b>£000</b>
Wages and salaries	25,301	23,356
Social Security costs	2,433	2,298
Pension Contributions	2,564	2,925
	30,298	28,579

Aggregate number of full time equivalent staff whose remuneration (including compensation for loss of office) exceeded £50,000 in the period:

	<b>Year Ended 31 March 2024</b>	<b>Year Ended 31 March 2023</b>
	<b>No. of employees</b>	<b>No. of employees</b>
£50,001 to £60,000	11.0	11.0
£60,001 to £70,000	11.0	11.0
£70,001 to £80,000	1.0	1.0
£90,001 to £100,000	3.0	3.0
£130,001 to £140,000	1.0	1.0

# St Leger Homes of Doncaster Limited

Notes (forming part of the financial statements-continued)

## 5. Remuneration of Directors

	Year Ended 31 March 2024	Year Ended 31 March 2023
	£000	£000
<b>Members of the Board of Directors</b>		
Directors' emoluments (excl. Chief Executive)	26	25
None of the Directors are members of the defined benefit pension scheme	0	0
<b>Members of the Executive Management Team</b>		
The Executive Management Team, including the Chief Executive Officer, received emoluments as follows:		
Aggregate emoluments (wages and salary) payable to the Executive Management Team. (Including pension contributions. No benefits in kind were received.)	476	490
<hr/>		
	<b>No. of Board Members</b>	<b>No. of Board Members</b>
£1,001 to £2,000	4	2
£2,001 to £3,000	3	4
£3,001 to £4,000	1	1
£9,001 to £10,000	1	1

## St Leger Homes of Doncaster Limited

Notes (forming part of the financial statements-continued)

### 6. Taxation

Analysis of charge in period

	Year Ended 31 March 2024	Year Ended 31 March 2023
	£000	£000
UK Corporation Tax	0	0
	<hr/>	<hr/>
	Year Ended 31 March 2024	Year Ended 31 March 2023
	£000	£000
(Loss) on ordinary activities before tax	(1,623)	(6,827)
	<hr/>	<hr/>
Specific activities within the scope of corporation tax	203	572
	<hr/>	<hr/>
Total current tax charge	0	0
	<hr/>	<hr/>

The tax liability for 2023/24 is £Nil (2022/23 £Nil). St Leger Homes provides a number of services that fall within the scope of corporation tax, but the cost of providing these specific activities exceeds the income generated.

### 7. Inventories

	Year Ended 31 March 2024	Year Ended 31 March 2023
	£000	£000
Work in Progress	1,335	1,345
Stock	1,102	1,040
	<hr/>	<hr/>
	2,437	2,385
	<hr/>	<hr/>

## St Leger Homes of Doncaster Limited

Notes (forming part of the financial statements-continued)

### 8. Debtors

	Year Ended 31 March 2024	Year Ended 31 March 2023
	£000	£000
Amounts owed by group undertakings	4,312	2,410
Trade Debtors	70	67
Other tax and social security	980	982
Prepayments and accrued income	507	472
	<u>5,869</u>	<u>3,931</u>

### 9. Creditors: amounts falling due within one year

	Year Ended 31 March 2024	Year Ended 31 March 2023
	£000	£000
Amounts owed to group undertakings	6,800	3,516
Trade creditors	15	320
Accruals and deferred income	2,742	2,488
	<u>9,557</u>	<u>6,324</u>

### 10. Provisions for liabilities and charges

	Year ended 31 March 2024	Year ended 31 March 2023
	£000	£000
On-going cases	<u>(70)</u>	<u>(70)</u>
	<u>(70)</u>	<u>(70)</u>

### 11. Called up share capital

The Company is limited by guarantee and does not have any called-up share capital.

## St Leger Homes of Doncaster Limited

Notes (forming part of the financial statements-continued)

### 12. Financial Commitments

The payments which the company is committed to make in the next year and beyond under operating leases are as follows:

	Year Ended 31 March 2024	Year Ended 31 March 2024
	£000	£000
Land and Building leases expiring:		
In one year	165	133
In 2 to 5 years	0	133
In more than 5 years	0	0
	<u>165</u>	<u>266</u>

### 13. Pension scheme

The Company participates in the South Yorkshire Pension Authority (Local Government) Pension Fund. The pension contributions payable by the Company to the scheme amounted to £2.6m.

There were no outstanding or prepaid contributions at either the beginning or end of the financial year.

The pension scheme provides benefits based on pay, contributions being charged to the profit and loss account so as to spread the cost of pensions over employees' working lives in the Company. The contributions are determined by a qualified actuary.

The pension fund and actuaries will keep the level of employers' contributions under review to allow the fund to balance in the medium term. It has been agreed that an employer rate of 10.2% of pensionable pay will apply in the 2023/24 financial year.

The most recent published valuation was at 31 March 2022. This valuation was for the entire South Yorkshire Pension Authority (Local Government) pension fund. The applicable financial assumptions underlying the 31 March 2022 valuation were:

	Year Ended 31 March 2024	Year Ended 31 March 2023
Current rate of employers' contributions	10.2%	16.0%

The current mortality assumptions include sufficient allowance for future improvements in mortality rates. The assumed life expectations on retirement age 65 are:

Demographic assumptions – life expectancy	Year Ended 31 March 2024	Year Ended 31 March 2023
Current Pensioners - Male	20.6 years	20.5 years
Current Pensioners – Female	23.6 years	23.7 years
Future Pensioners - Male	21.4 years	21.5 years
Future Pensioners – Female	25.0 years	25.2 years

## St Leger Homes of Doncaster Limited

**Notes** (forming part of the financial statements-continued)

### Actuarial Assumptions

	31 March 2024		31 March 2023	
Rate of increase in salaries	3.35%		3.55%	
Rate of increase of pensions in payment	2.75%		2.95%	
Discount rate	4.85%		4.75%	
<b>Value of assets</b>	£000	%	£000	%
Equities	83,325	46.0	75,633	45.2
Bonds	27,210	15.0	27,980	16.7
Property	14,450	8.0	14,180	8.5
Cash	2,530	1.4	1,600	1.0
Other	53,720	29.6	48,040	28.7
Total market value of assets	<u>181,235</u>		<u>167,433</u>	
Actuarial value of liability	<u>(146,130)</u>		<u>(143,471)</u>	
Net pension Asset/(Liability)	<u>35,105</u>		<u>23,962</u>	

### Defined Benefit Obligation

	Year ended 31 March 2024	Year ended 31 March 2023
	£000	£000
Opening Benefit Obligation	143,471	213,392
Current service cost	4,957	8,514
Interest Cost	6,891	5,852
Contributions by Members	1,620	1,538
Actuarial (Gain) on Liabilities	(7,487)	(82,788)
Past Service Cost	200	0
Impact of Losses settlements and curtailments	0	0
Unfunded benefits paid	(5)	(4)
Benefits/transfers Paid	<u>(3,517)</u>	<u>(3,033)</u>
Closing Benefit Obligation	<u>146,130</u>	<u>143,471</u>

## St Leger Homes of Doncaster Limited

**Notes** (forming part of the financial statements-continued)

### Fair value of employer assets

	Year ended 31 March 2024	Year ended 31 March 2023
	£000	£000
Opening Fair Value of Employer Assets	167,433	170,470
Expected Return on Assets	7,969	4,623
Contributions by Members	1,620	1,538
Contributions by Employer	2,564	2,920
Contribution to unfunded benefits paid	0	0
Administration expenses	0	0
Actuarial Gain on Assets	5,166	(9,085)
Benefits/transfers Paid	(3,517)	(3,033)
Closing Fair Value of Employer Assets	<u>181,235</u>	<u>167,433</u>

### Movements in surplus/(deficit) during the year

	Year ended 31 March 2024	Year ended 31 March 2023
	£000	£000
Opening Surplus(Deficit) in the Scheme	21,584	(42,922)
Movement in year:		
Current service cost	(4,957)	(8,514)
Past Service Cost	(200)	0
Employer Contributions	2,564	2,920
Contribution to unfunded benefits paid	5	4
Impact of settlements and curtailments	0	0
Net returns on interest received/(cost)	965	(1,229)
Actuarial gain	15,144	73,703
Surplus/(Deficit) in scheme at end of year	<u>35,105</u>	<u>23,962</u>
Asset Ceiling Adjustment	(35,187)	(2,378)
Recognised Surplus/(Deficit) in scheme at end of year	<u>(82)</u>	<u>21,584</u>

The plan has a gross surplus at the reporting date of £35.105m. St. Leger Homes has recognised an asset to the Statement of Financial Position to the extent that it is able to recover the surplus either through reduced contributions in the future or through refunds from the plan.

The plan surplus (asset ceiling) has been calculated by the scheme actuary to be zero.



## St Leger Homes of Doncaster Limited

**Notes** (forming part of the financial statements-continued)

<b>Amounts charged to profit/(loss)</b>	<b>Year ended 31 March 2024</b>	<b>Year ended 31 March 2023</b>
	<b>£000</b>	<b>£000</b>
Current service cost	4,957	8,514
Past Service cost	200	0
Impact of settlement and curtailments	0	0
<b>Total charge</b>	<b>5,157</b>	<b>8,514</b>

### 14. Analysis of net funds

<b>Cash at bank and in hand</b>	<b>Year ended 31 March 2024</b>	<b>Year ended 31 March 2023</b>
	<b>£000</b>	<b>£000</b>
At the beginning of the year	78	2,527
Cash flow	1,243	(2,449)
<b>At end of the year</b>	<b>1,321</b>	<b>78</b>

### 15. Related Party Transactions

Details as to the status of the Company and composition of the Board of Directors is given in the Directors' Report. The ultimate controlling party is CDC.

Total Company turnover in 2023/24 was £56.6m including £39.7m from CDC in management fees, £13.8m relating to capital works and £3.1m. Service level agreements amounted to £6.2m.

	<b>Year Ended 31 March 2024</b>	<b>Year Ended 31 March 2023</b>
	<b>£000</b>	<b>£000</b>
Debtors (monies owed by CDC)	5,647	3,747
Creditors (monies owed to CDC)	6,799	3,516

## **St Leger Homes of Doncaster Limited**

**Notes** (forming part of the financial statements-continued)

### **16. Contingent Liabilities**

The Company had no contingent liabilities at 31 March 2024 (2023: £Nil).

### **17. Ultimate controlling body**

The Company is a subsidiary undertaking of City of Doncaster Council, a local government organisation.

## OFFICER DECISION RECORD 1 FORM

This form should be used to record Officer Decisions in Excess of £100k (but below the key decision threshold), or where required by Financial, Contract or other Procedure Rules or following formal delegation from Cabinet or a Cabinet Member or a Council Committee.

**Decision Reference No: PLACE24/1050**

**BOX 1****DIRECTORATE: Place****DATE: 29 August 2024**

**Contact Name:** Julie Crook,  
Director of Corporate Services,  
St Leger Homes of Doncaster.

**Tel. No.:** 01302 862705

**Subject Matter: Changes to the Memorandum and Articles of Association (mem & arts) for St Leger Homes of Doncaster Limited (SLHD).**

**BOX 2****DECISION TAKEN**

Recommend that Councillor Glyn Jones, Deputy Mayor and Cabinet Member for Housing and Business acting as the Shareholder for the Company approve the change to the mem & arts at its Annual General Meeting on 17 September 2024.

The actual changes to the mem & arts will be to amend the following clause;

21(1) The Chair shall be an independent appointment to be made by the Council for a maximum of six years. The Chair will be classified as an Independent Board Member on their appointment.

This clause will be updated to;

21(1) The Chair shall be appointed for such term up to three years as the Council may determine. The Chair will be classified as an Independent Board Member on their appointment. The Chair shall serve a maximum continuous period of office as a Board Member (in any capacity) of nine years or three terms. On reaching the end of his or her maximum continuous period of office he or she shall stand down as the Chair and shall not be eligible to be re-appointed as a Board Member in any capacity for a period of 12 months thereafter.

At the Annual General Meeting on 17 September 2024, the Shareholder (Cllr Glyn Jones) will approve the changes to mem & arts and sign a written resolution. The revised documents and the written resolution will be submitted to Companies House.

The change will take effect with immediate effect.

A draft of the revised mem & arts and written resolution are attached to this ODR.

**BOX 3**

**REASON FOR THE DECISION**

To make the terms of appointment for the Chair the same as all other Board Members and to allow for a period of stability and continuity within the Board at a time when the Council could be inspected by the Regulator of Social Housing at any time.

**BOX 4**

**ALTERNATIVE OPTIONS CONSIDERED AND REJECTED**

No other options were considered.

**BOX 5**

**LEGAL IMPLICATIONS**

City of Doncaster Council is the sole shareholder of St Leger Homes of Doncaster Limited and its consent is required to change the Company's Memorandum and Articles of Association. Shareholder decisions are made by Councillor Glyn Jones on behalf of the Council. There are no legal objections to making this change which is sensible in the circumstances. The Company Secretary of SLHD will make the necessary filings at Companies House to record the change.

Name: \_\_\_\_\_ Date: 29.08.24

Name of Assistant Director of Legal and Democratic Services (or representative)

**BOX 6**

**FINANCIAL IMPLICATIONS:**

There are no financial implications associated with this decision.

Name: \_\_\_\_\_ Date: 29/08/24

Name of Chief Financial Officer and Assistant Director of Finance (or representative)

**BOX 7**

**OTHER RELEVANT IMPLICATIONS**

Not applicable.

Name: \_\_\_\_\_ Date: 29 August 2024.

Name of Assistant Director (or representative)

**ANY IMPLICATIONS SENT TO DEPARTMENTS SHOULD GENERALLY BE SUBMITTED AT LEAST 5 WORKING DAYS IN ADVANCE TO ENSURE THESE CAN BE GIVEN THE RELEVANT CONSIDERATION.**

**BOX 8**

**EQUALITY IMPLICATIONS:** (To be completed by the author).

There are no equality implications as a result of this decision.

**BOX 9**

**RISK IMPLICATIONS:** (To be completed by the author)

**BOX 10**

**CONSULTATION:**

The Board of St Leger Homes of Doncaster were consulted about this change at the meeting on 1 August 2024 and they supported the change.

The Council's Assistant Directors for Legal and Democratic Services and Strategic Housing and Sustainability have been consulted.

The Mayor, Ros Jones and Cllr Glyn Jones, Deputy Mayor and Cabinet Member for Housing and Business have also been consulted.

**BOX 11**

**INFORMATION NOT FOR PUBLICATION**

There is no information that cannot be published within this report. It is in the public's interest to be aware of this decision record under the Freedom of Information Act 2000, therefore this decision will be published in full, redacting only signatures.

**Name:** [REDACTED]                      **Date: 29 August 2024**

Name of FOI Lead Officer for service area where ODR originates

**BOX 12**

**BACKGROUND PAPERS**

Please confirm if any Background Papers are included with this ODR YES

(If YES please list and submit these with this form)

Memorandum & articles of association for St Leger Homes of Doncaster, highlighting the paragraphs that will be amended.

Draft special resolution which will be signed by the shareholder at the AGM.

**BOX 13  
AUTHORISATION**

Name: [REDACTED] Signature: [REDACTED] Date: 05.09.24

Executive Director of Place \_\_\_\_\_

**Does this decision require authorisation by the Chief Financial Officer or other Officer**

**NO**

**If yes please authorise below:**

Name: \_\_\_\_\_ Signature: \_\_\_\_\_ Date: \_\_\_\_\_

Chief Executive/Director/Assistant Director of \_\_\_\_\_

**Consultation with Relevant Member(s)**

Name: \_\_\_\_\_ Signature: \_\_\_\_\_ Date: \_\_\_\_\_

Designation \_\_\_\_\_

**(e.g. Mayor, Cabinet Member or Committee Chair/Vice-Chair)**

**Declaration of Interest YES/NO**

**If YES please give details below:**

**PLEASE NOTE THIS FORM WILL BE PUBLISHED ON THE COUNCIL'S WEBSITE IN FULL UNLESS IT CONTAINS EXEMPT OR CONFIDENTIAL INFORMATION.**

Once completed a PDF copy of this form and any relevant background papers should be forwarded to Governance Services at [Ladem@doncaster.gov.uk](mailto:Ladem@doncaster.gov.uk) who will arrange publication.

It is the responsibility of the decision taker to clearly identify any information that is confidential or exempt and should be redacted before publication.

**ST LEGER HOMES OF DONCASTER LIMITED**

**Company No. 05564649**

**MEMORANDUM AND ARTICLES OF ASSOCIATION**

**COMPANY LIMITED BY GUARANTEE  
THE COMPANIES ACT 1985, 1989 AND 2006**

**Date of Incorporation:**

**15 September 2005**

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**MEMORANDUM AND ARTICLES  
OF ASSOCIATION**

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# MEMORANDUM OF ASSOCIATION

1. **NAME**

The name of the company is St Leger Homes of Doncaster Limited (“the Organisation”).

2. **REGISTERED OFFICE**

The Organisation’s registered office is to be located in England.

3. **OBJECTS**

The objects of the Organisation shall be to:

- (1) provide, manage, maintain, improve, demolish or convert the housing stock owned or managed by City of Doncaster Council or any successor body thereto (“the Council”) from time to time together with any other amenities or facilities for the benefit of residents of such housing stock either exclusively or together with persons who are not residents of such housing stock;
- (2) provide amenities and services of any description for residents of housing stock owned or managed by the Council from time to time either exclusively or together with persons who are not residents of such housing stock;
- (3) provide advice and assistance to all tenants, leaseholders, and licensees, of the Council and applicants for housing and applicants for housing advice in respect of local authority housing;
- (4) carry out any activity which contributes to the regeneration or development (within the meaning of Section 126 of the Housing Grants Construction and Regeneration Act 1996) including but not limited to:-
  - (a) securing that land and buildings are brought into effective use;
  - (b) contributing to or encouraging economic development;
  - (c) creating an attractive and safe environment;
  - (d) preventing crime or reducing the fear of crime;
  - (e) providing or improving housing or social and recreational facilities for the purpose of encouraging people to live or work in the said area or for the purpose of benefiting people who live there;
  - (f) providing employment and training;

- (g) providing or improving training, educational facilities or health services for local people;
  - (h) assisting local people to make use of opportunities for education, training or employment;
  - (i) meeting the special needs of local people which arise because of disability, age, sexuality or because of their sex or the racial group to which they belong.
- (5) provide, construct, improve or manage housing to be kept available for letting or hostels;
  - (6) provide, manage, maintain or improve accommodation required from time to time for the benefit of persons who require temporary accommodation;
  - (7) assess applicants for housing assistance including the allocation of dwellings on behalf of the Council;
  - (8) carry out housing benefit and universal credit verification of persons on behalf of the Council;
  - (9) assess applications by residents of housing stock owned or managed by the Council to exercise the right to buy under Part V of the Housing Act 1985;
  - (10) enable or assist any residents of the housing stock owned or managed by either the Council or the Organisation to acquire, or to acquire and enter into occupation of, houses;
  - (11) provide services of any description for the Council or any other person to whom the Council itself could provide such services; and
  - (12) promote Tenant and Leaseholder participation in the work of the Organisation.

#### 4. **POWERS**

Subject to Clause 5, the Organisation may in order to further the Objects (but not otherwise) do anything that a natural or corporate person can lawfully do which is not expressly prohibited by the Memorandum and in particular it has powers:

##### **Property**

- (1) to construct, alter, improve, maintain, equip, furnish and/or demolish any buildings, structures or property;
- (2) to purchase, lease, exchange, hire or otherwise acquire any real or personal property rights or privileges (including shared or contingent interests);
- (3) to sell, lease, licence, exchange, dispose of or otherwise deal with property;

- (4) to provide accommodation for any other organisation on such terms as the Board decides (including rent free or at nominal or non-commercial rents);

#### **Staff and Volunteers**

- (5) to employ staff or engage consultants and advisers on such terms as the Board may approve and to provide pensions to staff, their relatives and dependants;
- (6) to recruit or assist in recruiting and managing voluntary workers;

#### **Funds, Bids and Grants**

- (7) to bid for and receive grants and to raise and receive funds;

#### **Trading**

- (8) to trade in the course of carrying out its objects and to charge for services;

#### **Publicity**

- (9) to hold, conduct or promote meetings, conferences, lectures, exhibitions or training courses and to disseminate information to publicise the work of the Organisation and other similar organisations;
- (10) to promote or carry out research and publish the results of it;

#### **Contracts**

- (11) to co-operate with and enter into contracts with any person, including the Council;

#### **Bank or Building Society Accounts**

- (12) to draw, make, accept, endorse discount, execute and issue promissory notes, bills, cheques and other instruments and to operate bank or building society accounts in the name of the Organisation;

#### **Borrowing and Loans**

- (13) subject to the prior written consent of the Council and to such consents as may be required by law to borrow money, to issue loan stock or raise money in such manner as the Organisation shall think fit and to secure the repayment of any money borrowed raised or owing by such security as the Organisation shall see fit (including by way of floating charge) upon the whole or any part of the Organisation's property or assets (whether present or future) and also by giving similar security to secure and guarantee the performance by the Organisation of any obligation or liability it may undertake or which may become binding on it;

## **Insurance**

- (14) to insure the assets of the Organisation to such amount and on such terms as the Board decides, to pay premiums out of income or capital and to use any insurance proceeds as the Board decides (without necessarily having to restore the asset);
- (15) to insure and indemnify its employees and voluntary workers from and against all risks incurred in the proper performance of their duties;
- (16) to take out insurance to protect the Organisation and those who use premises owned by or let or hired to the Organisation;
- (17) to take out indemnity insurance to cover the liability of the Board Members and officers of the Organisation who are not Board Members but this insurance may not extend to:
  - (a) any claim arising from any act or omission which a Board Member or officer knew was a breach of duty or breach of trust or which was committed by a Board Member or officer in reckless disregard of whether it was a breach of duty or breach of trust or not; or
  - (b) the costs of an unsuccessful defence to a criminal prosecution brought against a Board Member or officer in his capacity as a Board Member or officer of the Organisation.

## **Investments**

- (18) to invest the money of the Organisation in any investments, shares, securities or property (real or personal) of any nature (including investments involving liability and those not producing income) and in any location that the Board decides;
- (19) to delegate to an investment manager power at its discretion to buy and sell investments for the Organisation in accordance with the investments policy laid down by the Board;
- (20) to make such arrangements as the Board thinks fit for any investments of the Organisation or income from those investments to be held by a corporate body which is incorporated in England and Wales (or which has established a branch or a place of business in England and Wales) as the Organisation's nominee and to pay remuneration to that corporate body;
- (21) subject to such consents as may be required by law and compliance with all formal guidance issued by the Organisation's regulators (if any) to purchase or otherwise acquire or encourage or promote and in any way support or aid the establishment and development of any subsidiary, or any other body established for the purposes of carrying on any trade or business either for the purpose of raising funds for the Organisation or for the furtherance of the objects of the Organisation;

- (22) subject to the prior written consent of the Council to make donations, grants or loans or provide services or assistance to such persons and organisations and on such terms as the Board shall think fit to further the objects of the Organisation.

### **Other Organisations**

- (23) to establish, promote, assist or support (financially or otherwise) any trusts, companies, industrial and provident societies, associations or institutions which have purposes which include any one or more of its objects;
- (24) to co-operate or join with any voluntary body or public or statutory authority in any location whatsoever in furthering its objects or allied purposes, to exchange information and advice and to undertake joint activities with them;
- (25) to amalgamate with any organisation which has objects similar to its objects;
- (26) to affiliate, register, subscribe to or join any relevant organisation;
- (27) to act as agent or trustee for any organisation;

### **Reserves**

- (28) to accumulate income in order to set aside funds for special purposes or as reserves against future expenditure;

### **Formation expenses**

- (29) to pay the costs of forming the Organisation and of complying with all relevant registration requirements;

### **General**

- (30) to do anything else within the law which promotes or helps to promote its objects.

5. The Organisation shall not, without the prior written consent of the Council, have the power to:

- (1) enter into any transaction which may affect:
- (a) the Council's affordable borrowing limits as determined from time to time by the Council under section 3 of the Local Government Act 2003;
  - (b) any borrowing limits set by the Secretary of State under section 4 of the Local Government Act 2003 either in relation to the Council's borrowing limits or the limits of local authorities in general; or
  - (c) the Council's compliance with the Prudential Code for Capital Finance in Local Authorities published by CIPFA as amended or reissued from time to time.

- (2) invest or make any arrangements to invest sums other than in the use of a building society or bank.

6. **APPLICATION OF INCOME AND PROPERTY**

The income and property of the Organisation shall be applied solely towards the promotion of its Objects and no portion thereof shall be paid or transferred, directly or indirectly, save as provided below by way of dividend, bonus or otherwise howsoever by way of profit, to the Organisation Members and no Board Member shall be appointed to any office of the Organisation paid by salary or fees or receive any remuneration or other benefit or money or money's worth from the Organisation PROVIDED THAT nothing herein shall prevent any payment in good faith by the Organisation:-

- (1) Of reasonable and proper remuneration (including pensions, contributory pension payments, payment of premiums to pension policies and terminal grants and gratuities) to any officer or employee of the Organisation in return for any services rendered to the Organisation, including remuneration of Board members in accordance with Article 31;
- (2) Of fees, remuneration or other benefit in money or money's worth to a company of which a Board Member may be a member holding not more than 2% of the share capital of the company;
- (3) To (a) any Board Member or (b) any person who is appointed by the Board to sit on a committee to which the Board has delegated any of its powers (for the avoidance of doubt, in each case in their capacity as a Board Member or person so appointed), of reasonable out-of pocket expenses and such other sums as may be determined by the Organisation Members PROVIDED THAT, save for sums paid to the Chief Executive Officer pursuant to Clause 6(8), no sum shall be paid to a Board Member or such other person in excess of that which would be permitted to be paid to a board member of a registered provider of social housing registered under the Housing and Regeneration Act 2008 and PROVIDED FURTHER THAT no sum shall be paid to a Board Member or other person who is an elected member of the Council in excess of that permitted by the Order and PROVIDED FURTHER THAT, save for sums paid to the Chief Executive Officer pursuant to Clause 6(8), in making any payment under this Clause 6(3) the Organisation shall have regard to any guidance issued by the DCLG or other Government Department;
- (4) Of sums due in respect of indemnity insurance for Board Members under Clause 4(17);
- (5) Of reasonable and proper remuneration to the Organisation Members or employees thereof (not being Board Members) in return for any services rendered to the Organisation;

- (6) Of reasonable and proper rent for premises demised or let by the Organisation Members;
- (7) Of reasonable and proper interest on money lent by the Organisation Members;
- (8) Of the payment of a salary and any other sums due under the Employment Contract to the Chief Executive Officer, notwithstanding the fact that the Chief Executive Officer is also a Board Member of the Organisation by virtue of Article 21(4) PROVIDED THAT in any discussion about the Employment Contract or the performance of the Chief Executive Officer, the Chief Executive Officer shall not be entitled to speak in any debate or cast his / her vote in respect of any matter pertaining to his / her employment;

PROVIDED FURTHER THAT nothing shall prevent the Organisation from managing a property in accordance with its Objects (including the full range of activities it may undertake) notwithstanding the fact that the tenant, lessee or licensee (or prospective tenant, lessee or licensee) of such property may be a Board Member SUBJECT TO the proviso that any Board Member who is a beneficiary of the Organisation shall not be entitled to speak in any debate or cast his/her vote in respect of any matter relating solely to the property of which he/she is lessee, tenant or licensee and shall absent himself/herself from such proceedings but such Board Member shall be entitled to speak and vote in respect of matters which relate not only to such property but also to other properties managed by the Organisation.

7. **EQUAL OPPORTUNITIES**

The Organisation shall at all times take into consideration the principles of equality of opportunity irrespective of age, gender, race, nationality, ethnic origin, religion, sexual orientation or disability.

8. **LIMITED LIABILITY**

The liability of the Organisation Members is limited.

9. **ORGANISATION MEMBERS GUARANTEE**

The Organisation Members undertake to contribute to the assets of the Organisation, in the event of the same being wound up while they are a member of the Organisation, or within one year after they cease to be a member of the Organisation, for payment of the debts and liabilities of the Organisation contracted before they cease to be a member of the Organisation, and of the costs, charges and expenses of winding up, and for the adjustment of the rights of the contributories among themselves, such amount as may be required not exceeding one pound.

10. **WINDING UP**

If, upon the winding up or dissolution of the Organisation, there remains, after the satisfaction of all its debts and liabilities any property whatsoever, the same shall be paid

or transferred to the Housing Revenue Account (as defined in the Local Government & Housing Act 1989) of the Council.

11. **DEFINITIONS**

Article 1 of the Articles is to apply to the Memorandum in the same way that it applies to the Articles.



**I am the subscriber to the Memorandum of Association and wish to be joined into a company in pursuance of the Memorandum.**

**Name and Address of Subscriber**

**Authorised Representative**

**City of Doncaster Doncaster Council**

Civic Office

Waterdale

Doncaster

DN1 3BU

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**Witnessed by:**

**Name:**

**Address:**

**Dated**

# ARTICLES OF ASSOCIATION

## DEFINITIONS AND INTERPRETATION

1. In the Articles unless the context otherwise requires:

“AGM”	means an annual general meeting of the Organisation;
“Act”	Means the Companies Act 2006 and any statutory modification or re-enactment thereof for the time being in force.
“Articles”	Means these Articles of Association as originally adopted or as altered from time to time.
“Board”	Means the Board of directors of the Organisation from time to time.
“Board Members”	Means the directors for the time being of the Organisation.
“Chair”	Means the Independent Board Member who is appointed Chair of the Organisation pursuant to Article 21(1) or in their absence any vice or deputy chair appointed pursuant to Article 38(2).
“Chief Executive Officer”	Means the person holding the position of chief executive of the Organisation designated as such by the Board
“clear days”	In relation to the period of a notice means that period excluding the day when the notice is given or deemed to be given and the day for which it is given or on which it is to take effect.
“Council Board Member”	Means a Board Member appointed by the Council pursuant to Article 20.
“Council”	Means City of Doncaster Council or any successor body thereto who shall be the sole member of the Organisation.

“Council’s Scheme of Delegations”	Means the Council’s scheme of delegations set out under its constitution from time to time.
“DCLG”	Means the Department for Communities and Local Government or any successor body to it.
“executed”	Means in relation to any contract, agreement or other document consent thereto and includes any mode of execution.
“EGM”	means an extraordinary general meeting of the Organisation;
“Employment Contract”	Means the terms and conditions of employment of the Chief Executive Officer including all relevant policies and procedures of the Organisation insofar as they apply to the Chief Executive Officer
“Family Member”	Means, in relation to a Board Member, their spouse, partner, parent, parent-in-law, son, daughter, stepson, step-daughter, child of a partner, brother, sister, grandparent, grandchild, uncle, aunt, nephew, niece, or the spouse or partner of any of the preceding persons and “partner” means a person who lives with a Board Member as husband, wife or same sex partner.
“General Meeting”	means an AGM or an EGM.
“Joint Tenant”	Means a joint tenant who occupies a residential property belonging to the Council under a secure tenancy agreement jointly with another person.
“Independent Board Member”	Means a Board Member appointed pursuant to Article 21.
“Leaseholder”	Means an individual who is not a secure tenant and occupies a residential property under a lease of 50 years or more where the lessor is the Council.
“Local Authority Person”	Means any person: <ul style="list-style-type: none"> <li>(i) who is a member of the Council; or</li> <li>(ii) who is an officer of the Council (which for these purposes shall not include employees without a supervisory or managerial role apart</li> </ul>

from employees responsible for monitoring the activities of or providing advice to the Organisation or who perform duties in relation to the Council's housing functions); or

(iii) who holds a Politically Restricted Post .

“Memorandum”	Means the Organisation’s Memorandum of Association as originally adopted or as altered from time to time.
“Objects”	Means the objects of the Organisation set out in Clause 3 of the Memorandum.
“Occupant”	Means a Family Member of a Tenant who lives with a Tenant as their only or principal home and occupies a residential property belonging to the Council.
“Office”	Means the registered office of the Organisation.
“Order”	Means the Local Authorities (Companies) Order 1995 as amended or re-enacted from time to time.
“Organisation”	Means St Leger Homes of Doncaster Limited.
“Organisation Member”	Means a member of the Organisation.
“Politically Restricted Post”	Means a politically restricted post as set out in Section 2 of the Local Government and Housing Act 1989 (as amended from time to time).
“Regulator”	means the Regulator of Social Housing or any future body or authority (including any statutory successor) carrying on similar regulatory functions, if in Wales, the Housing Directorate of the Welsh Assembly Government or any statutory successor to or any assignee of any or all of their relevant functions from time to time;
“the seal”	Means the common seal of the Organisation.
“Secretary”	Means the secretary of the Organisation or any other person appointed to perform the duties of the secretary of the Organisation, including a joint, assistant or deputy secretary.
“Senior Officer”	Means any officer of the Organisation designated as

such by the Board.

“Tenant” Means an individual who occupies a residential property belonging to the Council under a secure tenancy agreement.

“Tenant Board Member” Means a Board Member appointed pursuant to Article 21.

“the United Kingdom” Means Great Britain and Northern Ireland.

2. (1) Unless the context otherwise requires, words or expressions contained in these regulations bear the same meaning as in the Act but excluding any statutory modification thereof not in force when these regulations become binding on the Organisation.
- (2) In these Articles words importing individuals shall, unless the context otherwise require, include corporations and words importing the singular number shall include the plural, and vice versa and words importing the masculine gender shall include the feminine gender and vice versa.
- (3) None of the Tables A to F in the Companies (Tables A to F) Regulations 1985 nor the model articles in The Companies (Model Articles) Regulations 2008 applies to the Organisation.

### **ADMISSION OF MEMBERS**

3. No person other than the Council shall be admitted to membership of the Organisation.
4. Subject to Article 20(2), the Council shall nominate a person to act as its representative in the manner provided in Section 323 of the Act (the “Council Representative”). The Council Representative shall have the right on behalf of the Council to attend meetings of the Organisation and vote thereat, and generally exercise all rights of membership on behalf of the Council. The Council may from time to time revoke the nomination of its Council Representative, and nominate another Council Representative in his place. All such nominations and revocations shall be in writing.
5. The rights of the Council as sole Organisation Member shall be personal and shall not be transferable.

### **GENERAL MEETINGS AND RESOLUTIONS**

6. All General Meetings other than the AGM shall be called EGMs.
7. The Board Members may call General Meetings and, on the requisition of the Council pursuant to the provisions of the Act, shall forthwith proceed to convene an EGM for a

date not later than eight weeks after receipt of the requisition. If there are not within the United Kingdom sufficient Board Members to call a General Meeting, any Board Member or the Council may call a General Meeting.

8. (1) An AGM and an EGM not called on the requisition of the Council pursuant to Article 7 shall be called by at least twenty-one clear days' notice or by shorter notice if it is so agreed by the Council in writing.  
(2) The notice shall specify the time and place of the meeting and, in the case of an AGM, shall specify the meeting as such.  
(3) The notice shall be given to the Council and to the Board Members and auditors.  
(4) The notice shall be posted in such place as the Board decides in order to bring it to the attention of the Tenants, Occupants and Leaseholders.
9. The accidental omission to give notice of a General Meeting to, or the non-receipt of notice of a General Meeting by, any person entitled to receive notice shall not invalidate the proceedings at that General Meeting.
10. (1) No business shall be transacted at any General Meeting unless a quorum is present. The presence of the Council Representative shall be a quorum.  
(2) Tenants, Occupants, Leaseholders and Board Members may attend a General Meeting and may speak but may not vote PROVIDED THAT any such person may be excluded from the meeting in order to ensure the orderly conduct of the meeting.
11. The Council Representative is to chair General Meetings. If the Council Representative is not present within 15 minutes from the time of the General Meeting, the Chair of the Board shall chair the meeting and, if he is not present, the Board Members present shall choose one of their number who is present and willing to act to chair the General Meeting.
12. If the Council makes a decision which is required to be taken in a General Meeting or by means of a written resolution, that decision shall be valid and effectual as if agreed by the Organisation in General Meeting. Any decision taken by the Council pursuant to this Article 12 shall be recorded in writing and delivered by the Council to every Board Member and to the Organisation for entry in the Organisation's minute book.
13. An entry stating that a resolution has been carried or lost in the approved minutes of any General Meeting shall be conclusive evidence of the fact.

#### **NUMBER OF BOARD MEMBERS**

14. (1) The number of Board Members shall be eleven.  
(2) Three Board Members shall be Council Board Members.

- (3) Three Board Members shall be Tenant Board Members.
- (4) Four Board Members shall be Independent Board Members, one of which will be the Chair.
- (5) The Chief Executive Officer shall be a Board Member but shall not be entitled to vote at Board Meetings and shall not be counted for the purposes of the quorum.
- (6) No Local Authority Person or Leaseholder shall be a Tenant Board Member.
- (7)
- (8) No Local Authority Person, Occupant or Tenant shall be an Independent Board Member.
- (9) No more than one Leaseholder shall be an Independent Board Member.
- (10) Save for the Chief Executive Officer, no person shall be appointed as a Board Member if that person is an officer or employee of the Organisation.
- (11) In the event that the number of Board Members shall be less than the numbers specified in this Article 14 the remaining Board Members shall use reasonable endeavours to appoint further Board Members and may act notwithstanding this Article.
- (12) No Board Member except the Chief Executive Officer or the Council Board Members shall hold office for a period of more than 9 consecutive years.

#### **OBLIGATIONS OF BOARD MEMBERS**

15. The Board must set out the obligations of every Board Member to the Board and to the Organisation in writing. The Board must review and may amend the statement of Board Members' obligations from time to time.
16. The statement of the obligations of the Board Members to the Organisation must include:-
  - (1) a commitment to its values and objectives (including equal opportunities);
  - (2) an obligation to contribute to and share responsibility for the Board's decisions;
  - (3) an obligation to read Board papers and to attend meetings, training sessions and other relevant events;
  - (4) an obligation to declare relevant interests;
  - (5) a commitment to equal opportunities;
  - (6) an obligation (subject to any overriding legally binding requirement to the contrary) to keep confidential the affairs of the Board; and

- (7) a reference to their obligations under the general law.
17. Every Board Member must sign and deliver to the Board a statement confirming he/she will meet his/her obligations to the Board and to the Organisation within one month of his/her appointment or election. This statement is to be in the form determined by the Board from time to time.

### **FUNCTIONS OF THE BOARD**

18. The Board must direct the Organisation's affairs in such a way as to promote the Objects. Its functions include the following, none of which may be delegated:
- (1) defining and ensuring compliance with the values and objectives of the Organisation;
  - (2) establishing policies and plans to achieve those objectives;
  - (3) approving each year's budget and accounts before publication;
  - (4) establishing and overseeing a framework of delegation of its powers to committees under Article 29 and employees with proper systems of control;
  - (5) taking decisions on all matters which will or might create significant financial or other risk to the Organisation or which affect material issues of principle;
  - (6) monitoring the Organisation's performance in relation to its plans budget controls and decisions;
  - (7) appointing (and if necessary removing) Executive Officers;
  - (8) satisfying itself that the Organisation 's affairs are conducted in accordance with generally accepted standards of performance and propriety; and
  - (9) ensuring appropriate advice is taken on the items listed in Article 18(1) to 18(8) and in particular on matters of legal compliance and financial viability.

### **APPOINTMENT AND REMOVAL OF COUNCIL BOARD MEMBERS BY THE COUNCIL**

19. (1) Subject to Articles 14 and 24 the Council shall from time to time appoint three persons as Council Board Members and shall have the power to remove from office any such Board Member.
- (2) Appointment or removal pursuant to Article 19(1) shall be effected by an instrument in writing signed by the Council in line with the Council's Scheme of Delegations and shall take effect upon lodgement at the Office or such date later than such lodgement as may be specified in the instrument.



- (3) Each Council Board Member shall be appointed by the Council for a term of three years commencing and ending on the conclusion of an Annual General Meeting PROVIDED THAT where a Council Board Member is appointed as a consequence of the death or retirement or removal (by the Council) of another Council Board Member (“the Predecessor”) the term for which the Council Board Member is appointed shall for the purposes of this Article 19(3) be deemed to include the period since the last appointment of the Predecessor.

**APPOINTMENT AND REMOVAL OF COUNCIL BOARD MEMBERS, TENANT BOARD MEMBERS AND INDEPENDENT BOARD MEMBERS BY THE COUNCIL**

20. Notwithstanding any other provisions in these Articles the Council shall have power at any time by notice in writing to the Secretary to appoint and remove any Council Board Member, Tenant Board Member or Independent Board Member.

**APPOINTMENT OF TENANT BOARD MEMBERS, INDEPENDENT BOARD MEMBERS AND THE CHIEF EXECUTIVE OFFICER**

- 21 (1) The Chair shall be appointed for such term up to three years as the Council may determine. The Chair will be classified as an Independent Board Member on their appointment. The Chair shall serve a maximum continuous period of office as a Board Member (in any capacity) of nine years or three terms. On reaching the end of his or her maximum continuous period of office he or she shall stand down as the Chair and shall not be eligible to be re-appointed as a Board Member in any capacity for a period of 12 months thereafter.
- (2) Subject to Article 21(4), with the Council’s prior written approval (not to be unreasonably withheld or delayed) the Chair shall appoint the Tenant Board Members and the Independent Board Members following such selection and appointment processes as it shall prescribe from time to time.
- (3) Unless otherwise determined by the Council not less than seven nor more than twenty-eight clear days before the date on which it is proposed to appoint a new Tenant Board Member or a new Independent Board Member notice shall be given to the Council of any person who is recommended by the Chair for appointment or reappointment as an Independent Board Member or a Tenant Board Member. The notice shall give the particulars of that person which would, if he were so appointed or re-appointed, be required to be included in the Organisation's register of Board Members. This notice shall be given notwithstanding the Council may have agreed that it does not need to provide its consent to such appointment or re-appointment pursuant to Article 21(4).
- (4) The Council may by written notice to the Organisation waive the requirement in Article 21(2) for it to provide its prior written approval to the appointment of a Tenant Board Member or an Independent Board Member:
- (a) in a specific instance specified in the written notice; or

- (b) for a period of time specified in the written notice; or
  - (c) sine die (in which case the Council may at any time serve a further written notice on the Organisation that it intends to resume the consent protocol specified in Article 21(2) either forthwith on receipt by the Organisation of such written notice or on a date specified in the written notice (whichever is the later).
- (5) The Chief Executive Officer shall be deemed appointed as a non-voting Board Member on his / her acceptance of the position of Chief Executive Officer or following the adoption of this Article, whichever is the sooner.

**RETIREMENT OF TENANT BOARD MEMBERS, INDEPENDENT BOARD MEMBERS AND THE CHIEF EXECUTIVE OFFICER**

22. (1) Each Tenant Board Member and each Independent Board Member shall be appointed for such term up to three years as the Board may determine. Where an Independent Board Member or a Tenant Board Member is appointed as a consequence of the death or retirement of another Independent Board Member or Tenant Board Member (“the Predecessor”) the term for which the Independent Board Member or Tenant Board Member (as applicable) is appointed shall for the purposes of this Article 22(1) be deemed to include the period since the last appointment of the Predecessor.
- (2) Each Tenant Board Member and each Independent Board Member shall serve a maximum continuous period of office as a Board Member (in any capacity) of nine years or three terms. On reaching the end of his or her maximum continuous period of office he or she shall stand down as a Tenant Board Member or Independent Board Member (as applicable) and shall not be eligible to be re-appointed as a Board Member in any capacity) for a period of 12 months thereafter.
- (3) In the event that the Chief Executive Officer ceases to be employed in that capacity, for whatever reason, the person concerned shall be deemed to have been removed as a Board Member on the date that he / she ceases to hold the position of Chief Executive Officer.
23. (1) From the adoption of these Articles, one Tenant Board Member and one Independent Board Member shall retire at each AGM. Subject to Article 22(2) a Board Member so retired shall be eligible for re-appointment by the Chair.

**CASUAL VACANCIES**

24. Subject to Articles 14 and 25, vacancies on the Board may be filled with eligible persons according to the following:-
- (1) For Council Board Members, by the Council. If the Council shall have failed within three months of a written request by the Board to make the appropriate

appointments to the Board of a Council Board Member, the Board may fill the vacancies (solely until the next annual general meeting);

- (2) For Independent Board Members (with the exception of the Chair) and Tenant Board Members, by the Board (subject to Article 21);
- (3) For the Chief Executive Officer position, by the Organisation carrying out a recruitment process for a new Chief Executive Officer according to the relevant employment procedures of the Organisation;
- (4) If the Board fails to make a recommendation within six months of a vacancy for an Independent Board Member or a Tenant Board Member, the Council may appoint any eligible person who is willing to act as an Independent Board Member or Tenant Board Member (as applicable) to the vacancy in which case the provision of Article 22(1) shall apply.

### **DISQUALIFICATION AND REMOVAL OF BOARD MEMBERS**

25. A person shall be ineligible for appointment to the Board and if already appointed shall immediately cease to be a Board Member if the relevant individual:-

- (1) ceases to be a Board Member by virtue of any provision of the Act or becomes prohibited by law from being a company director; or
- (2) is or becomes a person disqualified from elected membership of a local authority; or
- (3) becomes bankrupt or makes any arrangement or composition with his creditors generally; or
- (4)
- (5) resigns their office by notice to the Organisation; or
- (6) is removed from office by a resolution of (or written notice signed by) at least three quarters of all the other Board Members from time to time provided that the Board Member concerned has first been given an opportunity to put their case and to justify why they should not be removed as a Board Member; or
- (7) shall for more than three consecutive meetings have been absent without permission of the Board from meetings of the Board held during that period and the Board resolves that their office be vacated; or
- (8) in any period of 12 months, they shall have been absent (without the permission of the Board Members) from at least 50% of the meetings of Board Members held during that period and the Board Members resolve that their office be vacated; or

- (9) is a Tenant Board Member and they cease to be a Tenant of the Council PROVIDED THAT this Article 25(9) shall not apply in respect of a Tenant Board Member temporarily ceasing to be a Tenant as a result of the demolition of or works carried out to that Tenant Board Member's home; or
- (10) is a Tenant Board Member who is also an Occupant and they cease occupying a residential property belonging to the Council with a Tenant who is a Family Member as their only or principal home PROVIDED THAT this Article 25(10) shall not apply in respect of an Occupant temporarily ceasing to occupy a residential property belonging to the Council as a result of the demolition of or works carried out to that residential property; or
- (11) is a Tenant Board Member and is (in the reasonable opinion of at least three quarters of Board Members) in serious breach of their obligations as a Tenant or is a Tenant Board Member who is also an Occupant and the Tenant they live with is (in the reasonable opinion of at least three quarters of Board Members) in serious breach of their obligations as a Tenant; or
- (12)
- (13) is a Tenant Board Member and is or becomes a Local Authority Person or a Leaseholder; or
- (14) is an Independent Board Member and is or becomes a Leaseholder leading to a breach of the limit in Article 14(9); or
- (15) is an Independent Board Member and is or becomes a Tenant, Occupant or a Local Authority Person;
- (16) fails to sign a statement of their obligations under Article 17 within one month of their election or appointment and the Board resolves that they be removed;
- (17) save for the Chief Executive Officer, is or becomes an officer or employee of the Organisation; or
- (18) is a Council Board Member who is removed by resolution of the Council pursuant to Article 20; or
- (19) save for the Chief Executive Officer, has reached the end of his or her current term of office (set out in Articles 20(1) or 22(1) as applicable) and is not re-appointed as a Board Member in accordance with these Articles' or
- (20) save for the Chief Executive Officer, has served as a Board Member for the maximum period set out in Article 22(2); or
- (21) is a Council Board Member who is removed by the Council pursuant to Article 19; or

- (22) is a Tenant Board Member or an Independent Board Member who is removed by the Council pursuant to Article 20.

### **POWERS OF THE BOARD**

26. Subject to the provisions of the Act, directions of the Council in General Meeting and the Memorandum and the Articles, the business of the Organisation shall be managed by the Board who may exercise all the powers of the Organisation. No alteration of the Memorandum or Articles or directions of the Council shall invalidate any prior act of the Board which would have been valid if that alteration had not been made. The powers given by this Article shall not be limited by any special power given to the Board by the Articles and a meeting of the Board at which a quorum is present may exercise all powers exercisable by the Board.
27. The Board may, by power of attorney or otherwise, appoint any person to be the agent of the Organisation for such purposes and on such conditions as they determine, including authority for the agent to delegate all or any of their powers.

### **BORROWING POWERS**

28. Subject to Clauses 4.13 and 6 of the Memorandum the Board may exercise all the powers of the Organisation to borrow money without limit as to amount and upon such terms and in such manner as they think fit, and to grant any mortgage, charge or other security over its undertaking and property, or any part thereof, and to issue any debenture, whether outright or as security for any debt, liability or obligation of the Organisation or of any third party.

### **DELEGATION OF BOARD MEMBERS' POWERS AND BOARD MEMBER CONDUCT**

- 29 (1) Subject to Article 18, the Board may delegate any of their powers to any committee consisting of two or more Board Members together with such other persons the Board considers fit to exercise such powers. They may also delegate to the Chair/or any vice or deputy chair or to any executive officer such of their powers as they consider desirable to be exercised by them.
- (2) Any delegation under Article 29(1) may be made subject to any conditions the Board may impose, and either collaterally with or to the exclusion of their own powers and may be revoked or altered. Subject to any such conditions and this Article, the proceedings of any committee with two or more members shall be governed by the Articles regulating the proceedings of the Board so far as they are capable of applying.
- (3) If the Chair receives a written complaint identifying the complainant and alleging conduct by a Board Member that in his/her reasonable opinion is detrimental to the interests of the Organisation, and suggests that there is a prima facie case for

the complaint to be investigated in accordance with the provisions of this Article, s/he may suspend the Board Member concerned.

- (4) Conduct detrimental to the interests of the Organisation includes, but is not limited to:
- a. any breach of a Board Member's obligations as set out in the statement of obligations of Board Members signed by him/her under Article 15 or otherwise; and
  - b. conviction of any offence which has or is likely to bring the Organisation into disrepute.
- (5) Where the Chair is absent or unable or unwilling to act in relation to the complaint or the complaint is about the Chair then a vice chair may exercise the power to suspend the Chair or a Board Member under Article 29(3) in the same circumstances as the Chair.
- (6) The Board Member whose conduct is complained of must immediately be notified in writing either by the Secretary or by the Chair or the Vice Chair of the complaint and of any suspension which if exercised under Article 29.3 or Article 29.5 will be effective from the date of the notice. During the period of any suspension the Board Member must not:
- a. participate in a Board Meeting;
  - b. authorise or incur expenditure on behalf of the Organisation;
  - c. make use of any property belonging to or in use by the Organisation in his/her capacity as a Director;
  - d. hold him/herself out as a Director of the Organisation; or
  - e. seek to commit the Organisation to any obligation.
- (7) On receipt of a complaint under Article 29.3 the Chair or the vice chair must immediately refer the matter for a fair process of investigation, which may be carried out by a panel established for the purpose, an independent person or persons, or such other body as the Chair or vice chair acting reasonably shall appoint, including under such procedure for dealing with complaints as the Board may from time to time approve.

#### **ALTERNATE BOARD MEMBERS**

30. No Board Member shall be entitled to appoint any person as an alternate Board Member.

#### **PAYMENTS TO BOARD AND COMMITTEE MEMBERS**

31. (1) Subject to Article 31 (2), the Board Members may be paid:

- (a) all travelling, hotel, and other expenses reasonably and properly incurred by them in connection with their attendance at meetings of the Board or committees of the Board or general meetings or otherwise in connection with the discharge of their duties; and
- (b) such reasonable and proper remuneration as the Board may from time to time determine in accordance with Article 31(3); and
- (c) such other sums as may be determined by the Council

PROVIDED THAT no sum shall be paid to a Board Member who is an elected member of the Council in excess of that permitted by the Order and PROVIDED FURTHER THAT in making any payment under this Article 30(1) the Organisation shall have regard to any guidance issued by the DCLG.

- (2) The Chief Executive Officer may be paid a salary and any other sums payable under the Employment Contract as determined by Board or such other body as it may designate for the purpose.
- (3) Any person who is appointed by the Board to sit on a committee to which the Board has delegated any of its powers under Article 28 may be paid all travelling, hotel, and other expenses reasonably incurred by them in connection with their attendance at meetings of such committee and such other sums as may be determined by the Council PROVIDED THAT no sum shall be paid to such person in excess of that which would be permitted to be paid to a board member of a provider of social housing registered with the Regulator and PROVIDED FURTHER THAT no sum shall be paid to such person who is an elected member of the Council in excess of that permitted by the Order and PROVIDED FURTHER THAT in making any payment under this Article 30(2) the Organisation shall have regard to any guidance issued by the DCLG.
- (4) Save for the Chief Executive Officer, any payment of remuneration to Board Members from time to time shall be in accordance with the Organisation's policy in relation to such payments (if any), shall be in accordance with any applicable law or regulation and shall have regard to any relevant guidance issued by DCLG from time to time.

### **BOARD MEMBERS' APPOINTMENTS AND INTERESTS**

- 32. A Board Member may not have any financial interest personally or as a member of a firm or as a director or senior employee (being an employee with managerial status) or in any contract or other transaction of the Organisation unless it is permitted by these Articles and is not prohibited by Clause 6 of the Memorandum.
- 33 Each Board Member shall ensure that the Secretary has at all times an up to date list of:-

- (1) all bodies trading in which he or she has an interest as:
  - (a) a director or senior employee;
  - (b) a member or partner of a firm; or
  - (c) the owner or controller of more than 2% of the issued share capital in a company;
- (2) all interests as an official or elected member of any statutory body;
- (3) all interests as the occupier of any property owned or managed by the Organisation;
- (4) any other significant or material interest.

### **PROCEEDINGS OF BOARD MEETINGS**

34. (1) Subject to any regulations established from time to time by the Organisation in general meeting and compliance with Article 10(1) of the Order, the Board may regulate their proceedings as they think fit and the quorum for the transaction of the business of the Board at the time when the meeting proceeds to business shall be four comprising no fewer than one Tenant Board Member, one Independent Board Member, and one Council Board Member and one other Board Member PROVIDED THAT if either the number of Board Members in one or more category of Board Member falls below one or all the Board Members in one or more categories are prevented from voting by Article 36 then the quorum requirement shall be reduced to none in respect of such category or categories.
- (2)  $33\frac{1}{3}$  percent of the total number of Board Members (or such whole number of Board Members nearest to  $33\frac{1}{3}$  percent) may call a meeting of the Board. The Secretary must give 5 clear days' notice of Board Meetings to each of the Board Members. It shall not be necessary to give notice of a meeting to a Board Member who is absent from the United Kingdom.
- (3) A Board Meeting which is called on shorter notice than required under Article 34(2) is deemed to have been duly called if at least one third of Board Members from time to time certify in writing that because of special circumstances it ought to be called as a matter of urgency.
- (4) If a quorum is not present within half an hour from the time appointed for a Board Meeting the Board Meeting shall, if requested by a majority of those Board Members present, be adjourned to the same day in the next week at the same time and place or to such other day and at such other time and place as the Board Members present may determine.



- (5) If at the adjourned meeting a quorum is not present within half an hour from the time appointed for the meeting then notwithstanding Article 34(1) two Board Members present shall constitute a quorum.
  - (6) Any Tenant, Occupant or Leaseholder may attend a Board Meeting but may not speak without the permission of the Chair PROVIDED THAT any such person shall be excluded from the meeting during any item of business which the Chair determines is not appropriate for consideration with the public present or in order to ensure the orderly conduct of the meeting.
35. Questions arising at a Board Meeting shall be decided by a majority of votes and each Board Member present in person shall be entitled to one vote (with the exception of the Chief Executive who shall not be entitled to vote). In the case of an equality of votes, the Chair of that meeting shall have a second or casting vote.
36. (1) Any Board Member having an interest in any arrangement between the Organisation and another person or body (which shall include interests of Family Members) shall disclose that interest to the meeting before the matter is discussed by the Board or committee of the Board PROVIDED THAT if the interest exists solely because of the circumstances set out in Article 36(2)(a),(b) or (c) then the interest need not be specifically disclosed at that meeting so long as it is at that time properly recorded in a written Register of Interests of Board Members maintained by the Organisation. Unless the interest is of the type specified in Articles 36(2) or 36(3) the Board Member concerned shall not remain present during the discussion of that item unless requested to do so by the remaining members of the Board or committee of the Board. Unless permitted by Articles 36(2) or 36(3) the Board Member concerned may not vote on the matter in question, but no decision of the Board or any committee of the Board shall be invalidated by the subsequent discovery of an interest which should have been declared.
- (2) Provided the interest has been properly disclosed pursuant to Article 36(1) a Board Member may remain present during the discussion and may vote on the matter under discussion where the interest arises because:
- (a) the Board Member is a Tenant so long as the matter in question affects all or a substantial group of Tenants; or
  - (b) the Board Member is a director or other officer of a company or body which is a parent, subsidiary or associate of the Organisation; or
  - (c) the Board Member is an official or elected member of any statutory body.
- (3) A Board Member shall not be treated as having an interest:
- (a) of which the Board Member has no knowledge and of which it is unreasonable to expect him to have knowledge;

(b) in the establishment of a policy in respect of Board Member expenses payable pursuant to Article 31.

37. If a question arises at a meeting of the Board or of a committee of the Board as to the right of a Board Member to vote, the question may, before the conclusion of the meeting, be referred to the chair of the meeting and their ruling in relation to any Board Member other than in respect of himself/herself shall be final and conclusive.

- 38 (1) The Chair appointed pursuant to Article 21(1) shall chair Board meetings.
- (2) The Board may appoint up to two vice or deputy chairs to act in the absence of the Chair on such terms as the Board shall think fit.
- (3) In the event of there being appointed a Chair and two Vice Chairs of the Board, then no more than one of those appointments shall be made from any one of the three categories of Board Members referred to in Articles 14(2) to (4).

39. All acts done by a meeting of the Board, or of a committee of the Board or by a person acting as a Board Member shall, notwithstanding that it be afterwards discovered that there was a defect in the appointment of any Board Member or that any of them were disqualified from holding office, or had vacated office, or were not entitled to vote, be as valid as if every such person had been duly appointed and was qualified and had continued to be a Board Member and had been entitled to vote.

### **WRITTEN RESOLUTION**

40 A resolution in writing signed by:

- (1) three quarters of all the Board Members entitled to receive notice of a meeting of the Board or of a committee of the Board; and
- (2) the Chair of the Organisation or of the relevant committee; and

which satisfies the quorum requirements of Article 34(1) shall be as valid and effectual as if it had been passed at a meeting of the Board or (as the case may be) a committee of the Board duly convened and held and may consist of several documents in the like form each signed by one or more Board Members.

### **SECRETARY**

41. Subject to the provisions of the Act, the Secretary and any deputy or alternate Secretary shall be appointed by the Board for such term, at such remuneration and upon such conditions as they may think fit and any Secretary so appointed may be removed by them.

### **MINUTES**

42. The Board shall cause minutes to be made in books kept for the purpose:-
- (1) of all appointments of officers made by the Board Members; and
  - (2) of all proceedings at meetings of the Organisation and of the Board, and of committees of the Board and of the Council in its capacity as the sole member of the Organisation, including the names of the Board Members present at each such meeting.

**RECORDS ACCOUNTS AND RETURNS**

43. The Organisation shall comply with the provisions of Part V of the Local Government and Housing Act 1989, the Order and Part VII of the Act in respect of:-
- (1) the keeping and auditing of accounting records;
  - (2) the provision of accounts and annual reports of the Board; and
  - (3) in making an annual return.

## **THE SEAL**

- 44 (1) If the Organisation has a seal it shall only be used with the specific or general authority of the Board or of a committee of the Board. The Board may determine who shall sign any instrument to which the seal is affixed and unless otherwise so determined it shall be signed by a Board Member and by the Secretary or a second Board Member.
- (2) The Organisation may exercise the powers conferred by Section 49 of the Act with regard to having an official seal for use abroad, and such powers shall be vested in the Board Members.

## **NOTICES**

45. Any notice to be given to or by any person pursuant to the Articles shall be in writing except that a notice calling a meeting of the Board or committee of the Board need not be in writing.
46. The Organisation may give any notice to the Council either personally or by sending it by post in a prepaid envelope addressed to the Council at the following address – Assistant Director Of Legal & Democratic Services, City of Doncaster Council, Civic Office, Waterdale, Doncaster, DN1 3BU.
47. The Council present by duly authorised representative at any meeting of the Organisation shall be deemed to have received notice of the meeting and, where requisite, of the purposes for which it was called.
48. Proof that an envelope containing a notice was properly addressed, prepaid and posted shall be conclusive evidence that the notice was given. A notice shall be deemed to be given at the expiration of 48 hours after the envelope containing it was posted.

## **INDEMNITY**

49. (1) Every Board Member or other officer of the Organisation shall be indemnified out of the assets of the Organisation against all losses or liabilities which they may sustain or incur in or about the execution of the duties of their office or otherwise in relation thereto, including any liability incurred by them in defending any proceedings, whether civil or criminal, in which judgement is given in their favour or in which they are acquitted or in connection with any application under Section 1157 of the Act in which relief is granted to him and no Board Member or other officer shall be liable for any loss, damage or misfortune which may happen to or be incurred by the Organisation in the execution of the duties of their office or in relation thereto PROVIDED THAT this Article shall only have effect in so far as its provisions are not avoided by Section 310 of the Act.
- (2) The Board shall have power to purchase and maintain for any Board Member or officer of the Organisation insurance against any such liability as is referred to in Section 533 of the Act.

**Name and Address of Subscriber**

**Authorised Representative**

**City of Doncaster Council**

Civic Office

Waterdale

Doncaster

DN1 3BU

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**Witnessed by:**

**Name:**

**Address:**

**Dated**

**ST LEGER HOMES OF DONCASTER LIMITED**

**Company No. 05564649**

**MEMORANDUM AND ARTICLES OF ASSOCIATION**

**COMPANY LIMITED BY GUARANTEE  
THE COMPANIES ACT 1985, 1989 AND 2006**

**Date of Incorporation:**

**15 September 2005**

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**MEMORANDUM AND ARTICLES  
OF ASSOCIATION**

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**COMPANY LIMITED BY GUARANTEE**

**WRITTEN RESOLUTIONS**

**of**

**ST LEGER HOMES OF DONCASTER LIMITED (the  
"Company")**

**NOTICE TO MEMBER**

Pursuant to Chapter 2 of Part 13 of the Companies Act 2006, the Member of the Company proposes that the following resolution be passed as a special resolution as detailed below.

**SPECIAL RESOLUTION**

**As a special resolution**

THAT, the articles of association annexed to this written resolution be and are hereby approved and adopted as the articles of association of the Company in substitution for and to the exclusion of all existing articles of association of the Company.

Dated: 17 September 2024



Company No: 05564649

**St Leger Homes of Doncaster Limited (the Company)**

**Registered Number: 05564649**

**Written resolution of the Company pursuant to sections 288-300 of the Companies Act 2006 (the Act)**

I the undersigned, being authorised to act on behalf of City of Doncaster Council being an eligible member of the Company in accordance with section 289 of the Act, agree to pass the following resolution:

Special Resolution

THAT, the articles of association annexed to this written resolution be and are hereby approved and adopted as the articles of association of the Company in substitution for and to the exclusion of all existing articles of association of the Company.

**Signed:**

**Name: Glyn Jones**

**Date: 17 September 2024**

1. If you agree with the Resolution(s) please sign above where indicated and return this document to the Company by one of the following methods:
  - **By hand** delivering the signed copy to Julie Crook, St Leger Homes of Doncaster, Civic Office, Waterdale, Doncaster DN1 3BU
  - **By Post** returning the signed copy by post to Julie Crook, St Leger Homes of Doncaster, Civic Office, Waterdale, Doncaster DN1 3BU
  - **By email** by attaching a scanned copy of the signed document to an email and sending the same to [Julie.crook@stlegerhomes.co.uk](mailto:Julie.crook@stlegerhomes.co.uk)
  
2. Please note that once you have indicated agreement to the resolution this agreement cannot be revoked
  
3. If you disagree with the resolution you need to do nothing and you will be deemed to have rejected the resolution
  
4. The circulation date of the resolution is 10 September 2024. If it is not passed by the end of 17 September 2024 it will have lapsed.