

th



Quarterly Housing Update
special edition – regulatory reform

Winter 2009/2010

trowers & hamlins

Contents

Foreword	1
Author's preface	1
1 What to do and when to do it...	2
2 National standards	3
3 Tenant empowerment and involvement	5
4 Local standards	6
5 Enforcement powers	7
6 Co-regulation and a best-practice bonfire	8
7 Good governance, schedule 1 and probity	9
8 Section 9 and land disposals	10
9 Local authorities and ALMOs	11
10 Profit-making RPs and the brave new world...	12
Timeline	14
Introducing the Governance and Charities team	16

Foreword

As I mentioned in the foreword to the most recent Quarterly Housing Update, we have prepared a special edition of QHU to give the proposed regulatory reforms the detailed analysis they deserve. I am delighted to be able to introduce this special edition, which has been written by Emma Tarran, a partner in the firm's Governance and Charities Team.

We hope that this booklet will assist in navigating the extensive consultation document outlining the TSA's planned approach to regulation of the sector. By definition, since this is a consultation document, the proposals it describes are not yet fixed plans, and the final regime may not take quite the form we expect. However, given the expressed intention to go live on 1 April 2010, and the preparation time that will be required for providers to be compliant, it seems unlikely that very much will change now. Either way, we will endeavour to keep you up to date.

In the meantime, the consultation closes on 5 February.



Ian Graham

Partner and Head of Housing Projects
t +44 (0)20 7423 8284
e igrham@towers.com

Author's preface

There is an awful lot in the TSA's consultation on regulatory reform, which is why we decided to prepare this guide. We hope it is useful.

Some of the proposals are ground-breaking. If they shape the new regime, existing RSLs will find themselves operating in quite a new landscape.

This means that it is likely that work will need to be done in a range of areas. There would be baseline reports to be published, and local standards to be agreed. Constitutional and policy documents could well require revision. A Code of Governance would have to be chosen, adopted and complied with. Schedule 1 would disappear overnight. There would be a new regime for disposals of land. Not to mention the brave new world that would open up with the new grouping flexibilities and profit-making providers.

If you need help with any of this, our dedicated Governance and Charities Team can help. We have a strong team of experts who have been at the forefront of advising on these changes; you may have seen some of our articles in the press or been to one of our events. For ease of reference, our contact details are set out at the back. Please don't hesitate to get in touch if we can be of assistance.



Emma Tarran

Partner, Governance and Charities Team
t +44 (0)20 7423 8011
e etarran@towers.com

1 What to do and when to do it...

New regime

The intention is that the new regulatory framework will come into effect in full on **1 April 2010**. Assuming this happens, and that the proposals in the consultation documents are taken forward, there are various key stages and requirements to be aware of. Firstly, all providers on the TSA's existing register of social landlords will transfer automatically to the new register on **1 April 2010**. All applicable local authority providers will also be registered without the need to apply.

Meeting national standards

Providers should, as soon as possible after **1 April 2010**, and no later than **1 October 2010**, publish for the benefit of their tenants a report that sets out:

- how they already meet, or their plans for meeting, each of the six national standards (their 'baseline' position)
- any current gaps and associated improvement plans

- how they will assure or measure their compliance against these standards in future
- their plans for developing local standards.

By **1 July 2011**, and by 1 July in all subsequent years, providers should publish for the benefit of their tenants, and submit to the TSA, an annual report containing:

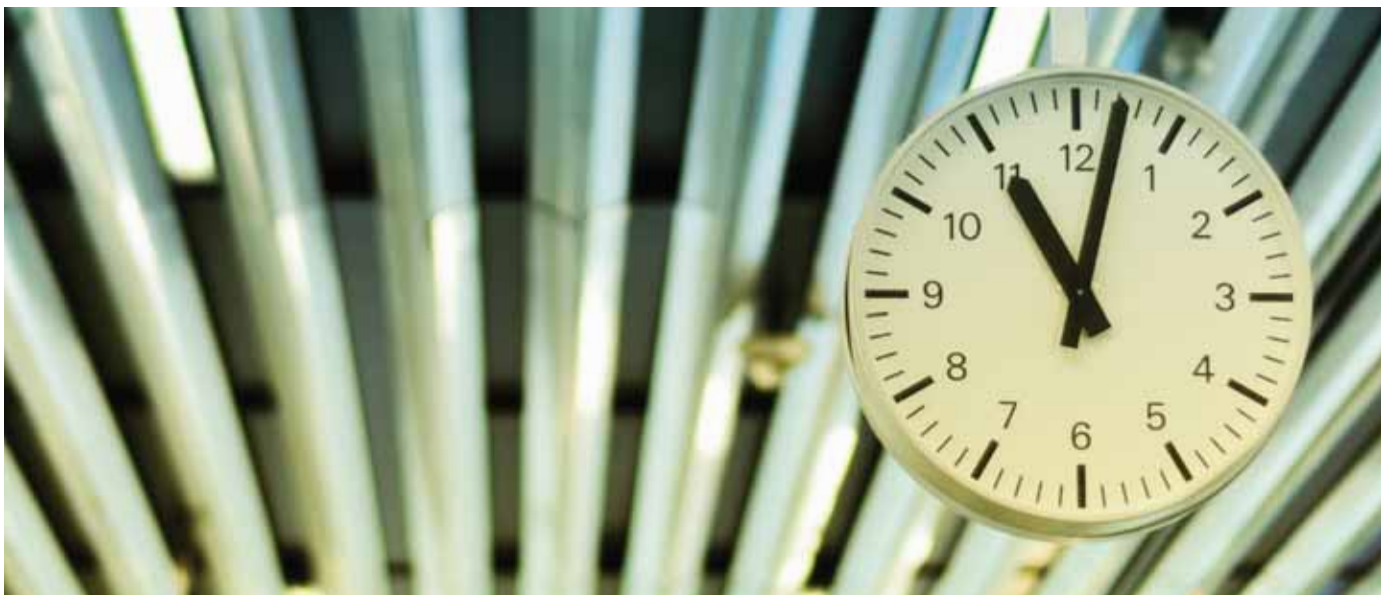
- their view on their performance against the national standards in the preceding twelve months (to 1 April)
- reference to tenant scrutiny of performance
- where appropriate, use of external validation, peer review and benchmarking.

Meeting local standards

Providers should publish their plans for how they will develop local standards as soon as possible after **1 April 2010** and by no later than **1 October 2010**.

They should have local standards in place by no later than **1 April 2011**.

A timeline setting out these and other proposed key stages is outlined on page 14 of this supplement.



2 National standards

At the core of the proposed new regime are the national standards for registered providers. The Housing and Regeneration Act 2008 gave the TSA powers to set standards in particular areas, and linked various enforcement powers to a failure to meet these standards. The Act also gave the Government powers to direct the TSA to set certain standards, which it has done in connection with tenant empowerment, quality of accommodation and rent. The discussion paper published over the summer proposed some fourteen standards, but this has been narrowed down to six in the current consultation:

- Tenant involvement and empowerment
- Home
- Tenancy
- Neighbourhood and community
- Value for money
- Governance and financial viability.

Each proposed national standard includes certain required outcomes, and a few specific requirements. None is very lengthy, but it will be important for providers to be aware of their full content. What follows is a summary of some headline points. Note that although the TSA has the power to amplify any standard in a more detailed code of practice, it has decided not to issue any codes for the time being.

Tenant involvement and empowerment

This standard is covered in more detail in Article 3.

Home

This is the national standard that enshrines the Decent Homes Standard and requires that it be met by 31 December 2010 (subject to agreed extensions). This is framed as a specific requirement, but the high-level required outcome on quality of accommodation is that providers 'must ensure that all homes are warm, weatherproof and have modern facilities'. This is a good example of a national standard which is drafted very broadly and could therefore be interpreted in a wide variety of ways.

Apart from quality of accommodation, the Home standard also addresses repairs and maintenance, and sets various specific expectations for the level of service provided.

Importantly, the standard requires that providers ensure their tenants have the opportunity to agree a local standard on both quality of accommodation (where the local standard must be higher than the Decent Homes Standard) and repairs and maintenance. This is an area that could prove tricky to negotiate with tenants, especially since experience shows that tenants are likely to be very interested in this area.

Tenancy

The draft tenancy standard encompasses allocations, rents and tenure.

Rents are linked to the Rent Influencing Regime guidance originally published by the Housing Corporation in October 2001, as directed by the Government.

Tenure has been a hot topic for as long as these reforms have been under consideration, and will no doubt continue to be highly political. The standard says that registered providers must offer and issue the most secure form of tenure compatible with the purpose of the housing and the sustainability of the community. This clearly leaves some discretion with providers.



istockphoto

The main point to note as regards allocations is the express requirement to co-operate with local authority strategic housing functions. It is clear that the TSA expects participation in choice-based letting schemes in areas where the provider owns homes, in all but exceptional circumstances.

Neighbourhood and community

The proposed neighbourhood and community standard is the standard that captures social and economic regeneration activities, as well as neighbourhood management and anti-social behaviour initiatives.

This is another potentially tricky area, because in relation to both neighbourhood management and anti-social behaviour, registered providers will need to attempt to agree local standards with their tenants. Since these are areas which tend to be very close to the hearts of tenants, but also extremely difficult to fix with a one-size-fits-all solution, agreeing local standards could well be a challenge.

Value for money

This is an extremely short draft standard, but it attaches to all other national and local

standards because registered providers are required, in meeting all standards, to have in place a comprehensive approach to managing their resources to provide cost-effective, efficient, quality services and homes.

Perhaps surprisingly, this is also an area in which registered providers must ensure that tenants have the opportunity to agree a local standard. Specifically, there is a requirement to put in place arrangements for tenants to influence the services delivered and the cost of those services that result in service charges to tenants, and it is in relation to this requirement that a local standard must be agreed. Again, this seems like a controversial area in which to come to agreement with local groups of residents.

Governance and financial viability

Governance and probity are discussed in more detail in Article 7. The financial viability standard is short and sweet – 'Registered providers must manage their resources effectively to ensure their viability is maintained.' Specific requirements relate to controls, systems, business planning and reporting.

Regulatory intervention

As emphasised in Article 5 on enforcement action, one reason that these national standards are so critical is that a failure to comply with them can lead to regulatory intervention. Given that some of the standards are so short on detail, it may be a little difficult to predict what will be regarded as a failure to comply. Although a move away from a very prescriptive approach has broadly been welcomed, this does seem to be the sting in the tail. While the standards proposed would clearly provide increased freedom for providers, they would also afford the TSA a large amount of discretion in their interpretation. It will be interesting to see whether this concern is reflected in responses to the consultation.

3 Tenant involvement and empowerment

The proposed standard on tenant involvement and empowerment is at the heart of the requirement to set local standards (as explained in Article 4). It also filters through into all the other national standards. It covers customer service and choice, tenant involvement and empowerment, and dealing with complaints (with some detailed expectations for publishing certain information). This is also the standard that requires providers to consider equality issues and the diversity of their tenants.

This is one of the more detailed draft standards set out in the consultation document, and is possibly the one that will generate most immediate work for providers transitioning into the new regime.

One crucial requirement of this standard is that providers must, having consulted their tenants, have arrangements in place that support and enable tenants to be involved and empowered. The standard says that this means providing tenants with the opportunity to:

- be involved in the management of their homes (including, for example, in relation to the repairs programme and choice of main contractors)
- influence their provider's strategic priorities
- measure and scrutinise the effectiveness of their provider's involvement and empowerment policy.

It goes on to require that providers must decide how they will provide support to build the capacity of their tenants to be effectively

engaged, involved and empowered, and must publish this and other arrangements for involvement and empowerment.

One tangible action that has to be taken as part of this is a decision about having tenants on boards and committees. Providers are expected to consult their tenants about how many tenant members there should be on their governing bodies or service delivery committees, and to do this at least once every three years. This is really quite an onerous requirement on providers, and may make it difficult to plan for the long-term composition of such boards.

Tenant scrutiny is another key requirement – providers must offer tenants a range of opportunities to scrutinise their provider's performance. It remains to be seen how, in practical terms, landlords will best be able to arrange this. It is clear however that this is something the TSA is very focussed upon.

The ongoing local standard pilots will hopefully provide some useful guidance on how best to achieve some of these outcomes.

Another crucial area is consultation. The standard sets out some expectations about consultation (which the standard expects to take place where required by law or where providers propose a significant change in management arrangements), and states that in any consultation providers must clearly and objectively set out the options, and the costs and benefits of those options. What is not clear is whether the TSA will have a view, as it does now, as to the time periods and mechanisms necessary in a consultation exercise.

All in all, it is clear that the proposed tenant involvement and empowerment standard is close to the heart of the TSA's proposed new approach. It might be wise, therefore, for providers to afford it some serious attention in the run up to April 2010.

4 Local standards

A key element of the proposed new regime is that registered providers will need to develop local standards in certain areas, over and above the national standards mentioned in Article 3. In fact, agreeing local standards is an integral part of compliance with the national standard on tenant involvement and empowerment, and the framework set out in that standard must be used in agreeing local standards. As a minimum, local standards must be developed in relation to:

- the Home standard (quality of accommodation and repairs and maintenance)
- the Neighbourhood and community standard (neighbourhood management and anti-social behaviour)
- the Value for money standard.

In developing local standards registered providers are expected to consult with their tenants with a view to agreeing:

- local performance targets
- how performance will be monitored and communicated to, and scrutinised by, tenants
- how performance will be compared with other registered providers
- what happens if local standards are not met
- arrangements for periodically reviewing the local standards.

One difficult issue is that there is no definition of 'local'. The TSA says that associations that are geographically spread will be expected to "engage their tenants meaningfully on whether differences of priorities and needs exist in different areas, rather than simply adopting a 'one size fits all' approach". This is perhaps easier said than done. Certainly if an existing

RSL has housing stock spread throughout communities all over the UK, it will be enormously difficult for it to agree a series of compatible local standards with all the different tenant groups involved. Furthermore, it will be a real challenge for the board to then monitor performance against all the different local standards.

Another aspect of this which may concern providers is that the TSA takes the view that if they fail to agree standards with tenants, they should seek independent mediation rather than recourse to the regulator. It is not clear how this will work where there are multiple tenant representative groups, or where tenants and providers are a long way apart in what they imagine should be captured in local standards.

Finally, it is not entirely clear how much weight the TSA would attach to either a failure to agree a local standard, or a failure to meet one. The legislation links various regulatory actions to a failure to meet a standard, but presumably this will mean failure to meet a national standard: it would be helpful if this could be clarified. Clearly, if a failure to meet a local standard is to be treated as a serious regulatory failure, the temptation may be to agree very modest local standards.



istockphoto

5 Enforcement powers

Much has been made of the new enforcement powers available to the TSA under the Housing and Regeneration Act 2008. In reality, many of these reflect provisions which are currently available under the Housing Act 1996, in some cases with some minor changes to reflect practical experience.

However, it is important to be aware that there is a whole supplemental consultation document setting out the powers that the TSA will have and outlining the TSA's likely approach to using them. This is available from the TSA's website. Although in many cases it does not add much to what is in the legislation itself, it is helpful to have all the powers set out in one place, together with an indication of the TSA's planned approach.

There are familiar provisions: powers to collect information, initiating inquiries and extraordinary audits, and moratorium in the event of insolvency. Powers which are new and different include:

- Voluntary undertakings
- Enforcement Notice
- Fines
- Compensation.

It seems likely that these will be used to intervene in situations where more serious options (such as instigating an inquiry) are not yet warranted. They will provide a range of options which were not previously available to the TSA/Housing Corporation to encourage the early correction of problems by the provider itself (which is one of the TSA's key principles of co-regulation).

Other new options are more 'heavy duty', including management tenders and transfers. These will presumably be used when engagement with the provider has not proved sufficiently effective.

One key point to remember in all of this is that the exercise of many of these powers is linked to a failure by a provider to meet a standard. This is one of the main reasons why the content of the proposed standards is so important. It also makes it important that standards are sufficiently clear. Although it is a good thing to move away from overly-prescriptive regulatory expectations, standards which are so brief as to be open to a wide variety of interpretations may make intervention and enforcement action more difficult to predict.

It is also worth bearing in mind that some enforcement powers do not apply, or apply differently, in respect of the different types of registered provider.



6 Co-regulation and a best-practice bonfire

The TSA's proposed approach to regulation is 'co-regulatory'. Their definition of co-regulation is self-regulation with a backbone of intervention on a 'by exception' basis. The TSA have said that this means:

- Clear regulatory expectations: meaningful, non-prescriptive, national standards. Six national standards have been proposed (as to which, see our Article 2).
- Locally agreed standards, developed with tenants (see Article 4).
- Boards taking responsibility for meeting standards, and engaging in honest and robust self assessment. Tenant scrutiny of performance, external validation, independent audit and peer review are also encouraged.
- Providers making transparent performance information available to tenants.
- Where possible, allowing providers to correct problems, and take responsibility for self-improvement.
- Ultimately, regulatory intervention (where self-correction is not effective).

One clear commitment the TSA has made towards reducing the regulatory burden is to propose cancellation of:

- The Regulatory Code and Guidance.
- 54 of a total of 58 current Circulars.
- All Good Practice Notes.



istockphoto

This would be a big change for the sector, and will require some careful thought. Lots of guidance that is central to how RSLs currently operate would disappear, including Good Practice Notes on probity, group structures, diversification and board member pay. The impact in terms of governance and probity is explored further in the following article. Another example is group structures. While the details of Good Practice Note 11 have restricted some innovations, the clear requirement that parents must control their groups has often been regarded as useful in ensuring groups operate cohesively.

The reality of co-regulation will emerge as the TSA puts these principles into practice during the first months of new regime, and in particular it will be interesting to see what intervention on a 'by exception' basis really means. What may concern providers is that in the absence of prescriptive expectations, it will be difficult to know what view the TSA will take on particular decisions and strategies. Hopefully, appropriate indications of the regulator's view will be given at some point sufficiently in advance of intervention to enable considered discussions and an agreed approach.

7 Good governance, schedule 1 and probity

Good governance is at the heart of every excellent organisation. Poor governance tends to be a good predictor of financial difficulties and regulatory intervention. No surprises then, that governance and financial viability warrant a dedicated national standard under the proposed regime.

What is surprising is how little detail is included in that draft standard. There is just one required outcome in connection with governance:

'Registered providers have effective governance arrangements that ensure that they have structures, systems and processes to deliver their aims, objectives and intended outcomes for tenants and potential tenants in an effective, transparent and accountable manner. Governance arrangements ensure they:

- Adhere to all relevant legislation
- Comply with their governing documents and all regulatory requirements
- Are accountable to tenants, the TSA and relevant stakeholders
- Safeguard tax payers' interests and the reputation of the sector'

Although this is supplemented by four specific requirements, they do not go into any detail. No code of practice is proposed. What's more, the new legislation will repeal Schedule 1 (the prohibition on payments and benefits) for English providers, and as explained in Article 6, it is planned that all Good Practice Notes, including GPN 3 (probity and general determinations), GPN 5 (board payments) and GPN 10 (senior executive contracts) be

cancelled. This has some immediate (and perhaps unintended) practical implications which providers will need to consider before the new regime goes live, including the practicalities of agreeing non-contractual payments to executives and settling tribunal claims, and the principles to apply in connection with payments by charitable providers to board members.

All of which means that the responsibility for defining and achieving good governance would quite definitely shift to registered providers themselves. The TSA is clear that ultimately it would be for boards to ensure that their organisations are well governed.

One clear practical implication is that existing RSLs will need to decide upon and adopt an appropriate code of governance. It is already obvious that there will be some differences of opinion as to what is appropriate, and possibly a split between providers who see themselves primarily as corporate entities, comparable with listed companies, for whom something like the Combined Code will be attractive, and those who see themselves first and foremost as creatures of the third sector.

What's more, all governance policies which currently link into good practice notes and other guidance will need to be reviewed and in many cases rewritten.

Perhaps the biggest shift in all of this will be a move from operating within a strict regulatory structure to a position where boards set their own parameters. In future, decisions about probity, managing conflicts (a very tricky area, especially under the new Companies Act), and practical issues like severance payments to staff will have to be made by the board from first principles. Boards will have to apply their own constitution in the light of general fiduciary duties and (where relevant) charity law, and decide for themselves what is legal, prudent and advisable.

8 Section 9 and land disposals

The current rules governing the disposal of land by RSLs stem from the requirement, in section 9 of the Housing Act 1996, to obtain the consent of the TSA. It is planned to repeal this section for English registered providers with effect from 1 April 2009.

The new legislation also requires that providers must obtain consent before disposing of property, but the provision (section 172) is different and only applies to disposals of social housing dwellings. In other words, if providers wish to dispose of other land (e.g. undeveloped sites or commercial units), they will no longer require the consent of the TSA to do so (although note the issues with the proposed general consent mentioned below).

This is a useful (de-regulatory) development. However, there are a number of tricky points to be aware of, as explained below. Providers should ensure that they take legal advice on a case by case basis to avoid difficult problems arising.

General consents and exempt disposals

There is an entirely separate consultation document on disposals of land, and providers will need to read this in detail. It sets out the operational proposals for dealing with disposals under the new regime, including draft general consents and exempt disposals. There are some important differences from the current regime. In particular, for the purposes of the proposed general consent, the definition of social housing dwellings is extended to include any land on which social housing dwellings once stood. This would undoubtedly cause confusion and might in practice mean that specific consents would be required. Similarly, there are some self-certification requirements which may prove controversial, and some

conditions which could cast a question mark over the validity of disposals made under the general consent. We are responding in detail to the TSA on these points and can advise providers in more detail if it would be helpful.

Registered charities

Providers which are registered charities (i.e. registered with the Charity Commission) need to know that where they are not required to obtain section 172 consent, they may need to comply with section 36 of the Charities Act 1993. For a long time registered charities who are also registered social landlords have not had to refer to section 36 and the rules are well known. Under the new regime, where no statutory consent is obtained for the disposal, these charities will need to comply with section 36. In most cases this will mean following the detailed requirements around obtaining a qualified surveyor's report and in some cases advertising the disposal.

Exempt charities will still usually be able to rely on their exempt status to avoid having to deal with section 36.

Section 133 consent

Bear in mind too that where a stock transfer has taken place, there is usually a requirement on the provider to obtain the consent of the Secretary of State under section 133 of the Housing Act 1988 before disposing of the transferred property. That requirement will not cease as a result of the changes to section 9. The good news for registered charities is that obtaining section 133 consent may avoid the need to get a qualified surveyor's report under section 36.

Local authorities

Note that section 172 does not apply to local authority providers.

Grant

A final point to be aware of – land disposals may still trigger a requirement to repay, recycle or transfer grant monies on making a disposal.

9 Local authorities and ALMOs

One of the objectives of regulatory reform, dating back to the Cave Review in June 2007, was to bring all providers of social housing under the same regulator. The biggest change arising from that objective is the proposal that the TSA will regulate local authorities with retained housing stock, including those which have established an ALMO. This will be achieved, providing the necessary Order is approved by Parliament, with effect from 1 April 2010.

Where an ALMO has been created, it will be the local authority and not the ALMO that is registered, although the TSA has observed that it will need to develop good working relationships with ALMOs if this is to work in practice.

The biggest challenge in integrating local authorities into the same regime as existing RSLs, is that local authorities are already subject to a significant number of regulatory requirements, and to inspection by the Audit Commission. Furthermore, they are fundamentally different organisations, with much wider objectives and responsibilities.

In light of all of this, the TSA has tried to ensure that its regulatory expectations will fit with the

existing Local Performance Framework for local authorities. As part of this process, the TSA plans to agree a memorandum of understanding with the Local Government Association, although it is not clear when this will be published. Furthermore, the TSA and the Audit Commission have indicated that they will (in March 2010) jointly consult on a revised inspection regime for providers. Although this is presumably necessary to deal with all the regulatory changes which are proposed, it will be particularly pertinent to the way in which local authorities will be regulated going forwards. It is proposed that a new inspection framework should be in place by October 2010.

It is worth remembering that some aspects of the new legislation and proposed regulatory framework will not apply to local authorities. In particular, the Governance and Financial Viability standard will not apply, largely due to the different financing and governance structures of local authorities and their democratic scrutiny. So far as local finance is concerned, the Audit Commission publishes scored judgements as part of its Comprehensive Area Assessment on the use of resources and an additional standard in relation to financial viability is seen as unnecessary. Furthermore, not all enforcement powers will be available in respect of local authority providers.

It will be interesting to see how all this works in practice. Local authorities and the TSA will need to develop a direct working relationship for the first time. Where an ALMO has been set up, dialogue will need to be tripartite. And all this comes alongside the many other changes afoot in the local authority social housing sector, such as the new flexibilities for new build initiatives and reform of council housing finance. Consequently, while the idea of one regulator for the whole sector has a certain logic, it will not be a simple one to implement. Hopefully it will bear the fruit that Professor Cave had in mind: a fair and transparent social housing sector for the benefit of its tenants.



10 Profit-making providers and the brave new world...

Of all the changes to come out of the Housing and Regeneration Act 2008 and the proposals for regulatory reform, one of the most significant is the emergence of a new kind of registered provider: one that may distribute its profits to its members. The profit-making registered provider is a new concept and may bring fresh blood into the social housing sector from the corporate world. The TSA is clear that it will encourage the creation of new providers; it is after all one of the TSA's objectives to encourage and support a supply of well managed social housing (of appropriate quality) sufficient to meet reasonable demands.

The legislation is drafted so that profit-making providers will be subject to slightly less regulatory oversight than non-profit providers. For example, the TSA will have no remit to control their constitutional changes or restructures, and will not be able to remove or appoint officers or employees as part of a regulatory intervention.

They will also be able to have any objects and any corporate form, provided they qualify as an English body and provide (or intend to provide) some social housing in England. They will presumably usually be formed as general commercial companies, with unlimited objectives.

All new providers will need to meet such registration criteria as may be set by the TSA. However, the criteria proposed in the consultation document are fairly limited. The applicant will need to show that it meets the

financial viability requirements within the governance and financial viability standard at the point of registration and for a period of time thereafter, and that it can meet (or demonstrate a reasonable path towards meeting):

- The governance requirements in the governance and viability standard.
- The requirements on tenant involvement and empowerment.
- The service delivery standards.

On the face of it, these are perfectly achievable requirements. We will of course also need to see how straightforward applications for registration will prove to be,



istockphoto

compared to the current process for registering a new RSL.

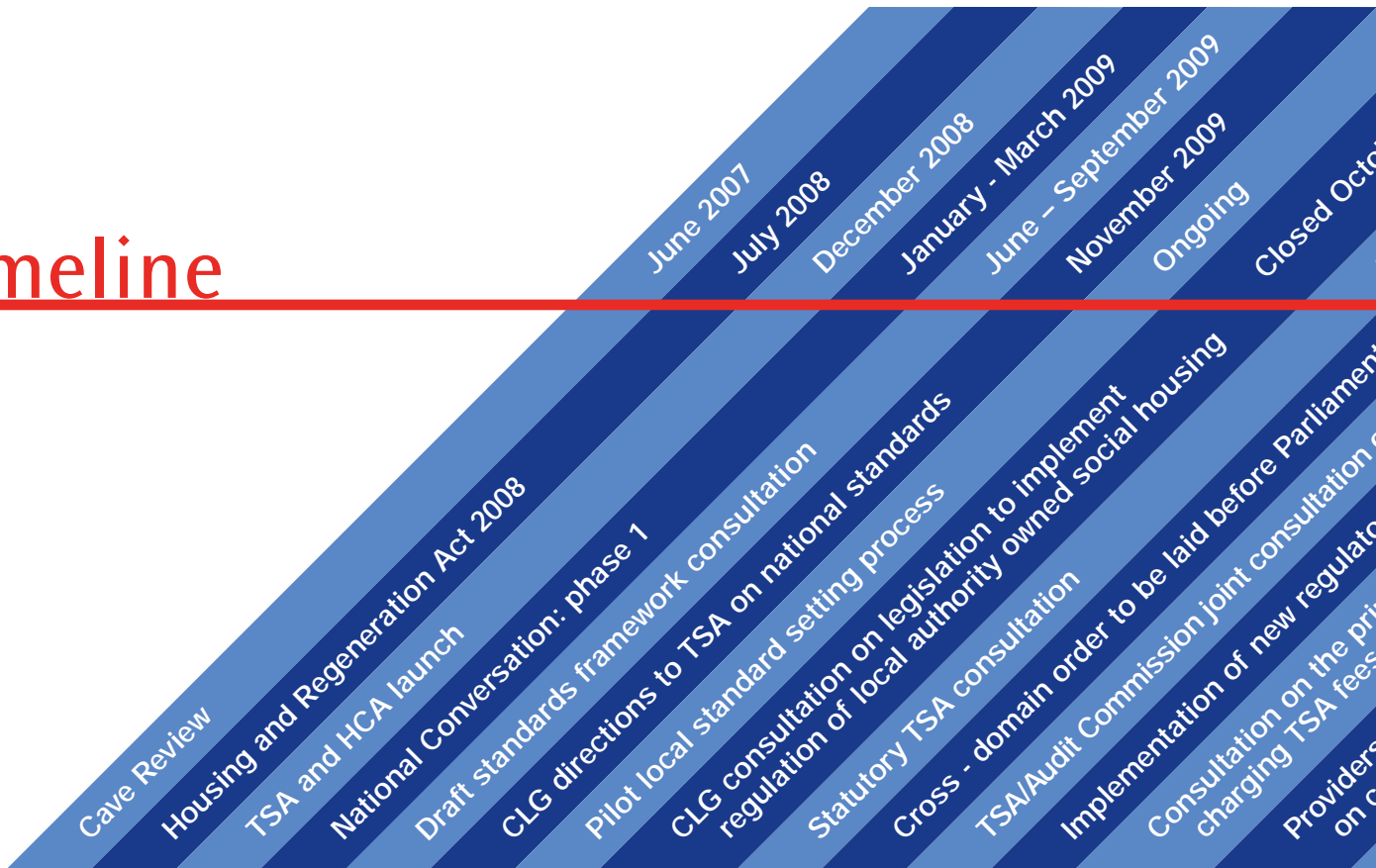
There is only one special criterion proposed for profit-making RPs, and that is that they must agree assurances with the TSA to prevent inappropriate leakage of public funding to unregistered organisations. We know from the proposals for regulation of group structures that it will be permissible for providers to be part of a group headed up by an entity which is not a provider, and this is presumably where the concern around leakage of funds stems from. However, this is a small price to pay for what is an essential flexibility for both new entrants to the sector, and existing RSLs who would prefer to set up a more diverse group.

On top of this, the regulatory proposals open up exciting new opportunities for existing social landlords, including the scope to move towards innovative group structures which include (and may be headed by) PLCs, profit-making providers, social enterprise companies, or non-housing charities. Whether this will lead to a new emphasis on the corporate model for group structures and governance, or more alignment and integration with the charity sector, remains to be seen. Perhaps there will be a bit of both, resulting in a hugely more diverse social housing sector.

When a potential change of Government is thrown in for good measure, it seems that a brave new world for social housing is just over the horizon.



Timeline



Milestone	Effective Date
October 2009	October 2009
12 Nov 2009 - 5 Feb 2010	12 Nov 2009 - 5 Feb 2010
Timing unclear	Timing unclear
March 2010	March 2010
1 April 2010	1 April 2010
After April 2010	After April 2010
No later than 1 October 2010	No later than 1 October 2010
No later than 1 October 2010	No later than 1 October 2010
October 2010	October 2010
No later than April 2011	No later than April 2011
April 2011 at the earliest	April 2011 at the earliest
1 July 2011	1 July 2011

Introducing the Governance and Charities team

Trowers & Hamblins has a dedicated Governance and Charities team which is uniquely positioned to advise housing associations, charities and other non-profit bodies. Our history of advising such organisations in all areas of their work means that we have unrivalled experience and expertise, and can apply this in a practical way for the benefit of our clients.



Our team can advise on the full spectrum of corporate governance, constitutional and regulatory issues. In particular:

- We help our clients navigate the maze of regulation in which they operate on a daily basis. We understand, in depth, what the law says (including the Housing and Regeneration Act 2008 and the Charities Act 2006), and we have a track record of liaising closely with the various regulators.
- We are also expert in the mechanisms for achieving mergers and corporate restructures, including the statutory processes available to industrial and provident societies to transfer their engagements, amalgamate and convert into companies. Indeed, we pioneered the use of amalgamations for housing association mergers. Similarly, we can help establish new corporate entities (including development and trading subsidiaries), and advise on registration with the Charity Commission and the TSA.
- On a more day to day basis, we can support you in drafting and amending constitutions and intragroup agreements, handling company secretarial queries, as well as advising on vires and probity concerns as they arise.

If you would like more information or have any queries please contact a member of the team (contact details set out opposite), or your usual contact at Trowers & Hamblins.

**Ian Davis**

Partner
 t +44 (0)20 7423 8412
 e idavis@towers.com

**Catherine Hand**

Partner
 t +44 (0)20 7423 8617
 e chand@towers.com

**Emma Tarran**

Partner
 t +44 (0)20 7423 8011
 e etarran@towers.com

**Robert Bailey**

Partner
 t +44 (0)20 7423 8332
 e rbailey@towers.com

**Sharron Webster**

Solicitor
 t +44 (0)20 7423 8479
 e swebster@towers.com

**Jan-Willem Jonker**

Solicitor
 t +44 (0)20 7423 8559
 e jjonker@towers.com

**Susanna Child**

Solicitor
 t +44 (0)20 7423 8417
 e schild@towers.com

**John Maton**

Solicitor
 t +44 (0)20 7423 8071
 e jmaton@towers.com

**Emma Burrows**

Partner
 t +44 (0)20 7423 8347
 e eburrows@towers.com

**Ian Graham**

Partner
 t +44 (0)20 7423 8284
 e igrham@towers.com

**Mike Gaskell**

Partner
 t +44 (0)161 211 0033
 e mgaskell@towers.com

**Janet Winrow**

Partner
 t +44 (0)161 211 0024
 e jwinrow@towers.com

**Joseph Acton**

Partner
 t +44 (0)1392 2219417
 e jacton@towers.com

For further information, please contact us at any of our offices or visit our website at www.trowers.com

Contact:

London

Ian Graham
Sceptre Court
40 Tower Hill
London
EC3N 4DX

t +44 (0)20 7423 8000
f +44 (0)20 7423 8001
e igraham@trowers.com

Manchester

Mike Gaskell
Heron House
Albert Square
Manchester
M2 5HD

t +44 (0)161 211 0000
f +44 (0)161 211 0001
e mgaskell@trowers.com

Exeter

Joseph Acton
Portland House
Longbrook Street
Exeter
EX4 6AB

t +44 (0)1392 217466
f +44 (0)1392 221047
e jacton@trowers.com

If you would like to be removed from the mailing list for this publication, or our contacts database (and therefore not receive any of our mailings) please contact jhodson@trowers.com.

If you would like more information on our privacy policy please contact Jo Hodson, Trowers & Hamblins LLP, Sceptre Court, 40 Tower Hill, London, EC3N 4DX, or visit our website www.trowers.com.

© Trowers & Hamblins LLP 2009

Produced by Trowers & Hamblins LLP, Sceptre Court, 40 Tower Hill, London EC3N 4DX.

Front cover image: istockphoto

Trowers & Hamblins LLP is a limited liability partnership registered in England and Wales with registered number OC337852 whose registered office is at Sceptre Court, 40 Tower Hill, London, EC3N 4DX. Trowers & Hamblins LLP is regulated by the Solicitors Regulation Authority. The word "partner" is used to refer to a member of Trowers & Hamblins LLP or an employee or consultant with equivalent standing and qualifications or an individual with equivalent status in one of Trowers & Hamblins LLP's affiliated undertakings. A list of the members of Trowers & Hamblins LLP together with those non-members who are designated as partners is open to inspection at the registered office.

Trowers & Hamblins LLP has taken all reasonable precautions to ensure that information contained in this document is accurate, but stresses that the content is not intended to be legally comprehensive. Trowers & Hamblins LLP recommends that no action be taken on matters covered in this document without taking full legal advice. Trowers & Hamblins LLP holds the copyright for Trowers & Hamblins' Quarterly Housing Update which is sent to you on the basis that it should not be used or reproduced in any material or other medium produced by you or passed to any third parties without the prior consent of Trowers & Hamblins LLP.

