

**An tÚdarás Rialála Comhlachtaí
Tithíochta Ceadaithe**

Approved Housing Bodies
Regulatory Authority



Notifiable Events

Guidance for AHBs

ahbregulator.ie



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Introduction

The Housing (Regulation of Approved Housing Bodies) Act 2019 (the Act) provides for the regulation of Approved Housing Bodies (AHBs) for the purposes of protecting housing assets provided or managed by such bodies. It seeks to support stronger governance, financial management and reporting, property and asset management, and tenancy management by AHBs, with a focus on safeguarding the significant public investment being made in the delivery of social housing by AHBs.

A central aspect of the statutory framework is the requirement for AHBs to inform the Approved Housing Bodies Regulatory Authority (AHBRA) of changes or events which may have a serious or significant impact on their organisation. These are known as 'Notifiable Events'.

The Notifiable Event requirements apply to AHBs, both deemed and registered, as categorised under the Act. This guidance sets out the events that AHBs must tell us about. We explain why we have a regulatory interest in them, what we expect an AHB to notify us about, and what we will do with the information which AHBs provide.

We are interested in events which may put the following at risk:

- the interests or safety of tenants and other service users;
- the financial health of the AHB;
- the confidence of lenders;
- the good governance of an AHB; and
- the reputation of an individual AHB or the AHB sector.

In addition, the guidance sets out the timeframes within which AHBs must tell us about Notifiable Events. In particular circumstances, the Act sets out specific timeframes in which an AHB is required to notify AHBRA. **Section 55(3) of the Act makes it an offence to fail to give notice to AHBRA of these events.** It is therefore particularly important that AHBs familiarise themselves with these timelines and ensure they meet their reporting obligations. Further information regarding when an AHB should inform AHBRA of a Notifiable Event may be found below.



This document provides guidance on the requirements for Notifiable Events and the specific provisions of the Act.

What is a Notifiable Event?

A Notifiable Event is a material, significant, or exceptional issue, event, or change within an organisation.

AHBRA has a regulatory interest in such changes or events, as they may have a serious or significant impact on an AHB.

Events which require notification

When deciding whether a matter is a Notifiable Event, an AHB should consider the risk to its organisation and the potential impact.

In considering this, an AHB should take into account whether the event may reasonably be expected to:

- Seriously affect the interests or safety of tenants
- Result in a significant change to the organisation or its strategy
- Create a significant risk to the governance and financial health of the organisation
- Result in non-compliance with the Standards for AHBs
- Impact the reputation of an AHB, or raise public or stakeholder concern about the AHB or the AHB sector
- Materially affect its status as an AHB
- Bring the AHB into disrepute
- Threaten the stability, efficiency, operations and general viability of the AHB

It should be noted that AHBRA does not consider the notification of an event as a general indication of any wrongdoing on the part of the AHB. Rather, the notification of events enables a co-operative approach to regulation so that AHBRA can pro-actively monitor the sector, identify trends, and encourage and facilitate the better administration and management of organisations.



A list of examples of Notifiable Events are provided [below](#).

AHBs are responsible for ensuring they comply with their reporting obligations. If an AHB is in doubt about whether a matter is a Notifiable Event it should contact AHBRA.

When should an AHB notify AHBRA?

AHBs should alert AHBRA to a Notifiable Event at the earliest possible opportunity when they become aware of the matter.

Early notification of such events is in the best interest of an organisation, as it enables AHBRA to understand any potential risks facing an AHB.

AHBs should inform AHBRA of the event:

- before the occurrence of the event, or
- where prior notification is not practicable because of the nature of the event or the circumstances in which it has arisen,
- as soon as practicable after it occurs.

For example, when the AHB is considering a merger, significant asset disposal or organisational change, the AHB must inform AHBRA at an early stage in its deliberations.

Notification should not be delayed until the event and all related action has been concluded.

Additionally, Section 55 of the Act sets out specific timeframes in which an AHB is required to notify AHBRA of certain events. These include, for example:

- where an organisation no longer meets the eligibility criteria to be an AHB;
- strike off applications in relation to company registration;
- cancellation of registration as a registered society or friendly society;
- revocation of charitable trust status; or
- cancellation of registration as a charitable organisation.



Further detailed information on Section 55 is set out [below](#).

AHBs must ensure they have appropriate policies and procedures relating to Notifiable Events and communications with its Board and key stakeholder(s).

How should an AHB notify AHBRA?

An AHB should inform AHBRA of a Notifiable Event in writing by post, via email to info@ahbregulator.ie, or by completing the AHBRA Notifiable Event Online Form which can be accessed via our website [here](#).

The notification should contain the following details:

- The nature of the Notifiable Event
- The likely consequences of the Notifiable Event (who may be affected and how?)
- When the event is expected to occur, or when the AHB became aware of the event
- What risks have been identified by the AHB relating to the event, including, where possible, any proposed actions to mitigate such risks
- Any other relevant parties that have been notified

Dealing with the event

It is an AHB's responsibility to consider appropriate actions to manage changes within their organisation and AHBs are expected to appropriately manage any events that occur. When reporting a Notifiable Event, an AHB should inform AHBRA of any risks which have been identified by the AHB, including, where possible, any proposed actions to mitigate such risks.

Who should notify AHBRA?

The Chief Executive or Chair of the AHB should tell us about any Notifiable Event which relates to performance and service delivery, or financial and funding matters.

The Chair of the Board should tell us about Notifiable Events which relate to governance or other significant organisational change, for example, where the Chief Executive has left, or if there is a significant change in the strategic direction of an organisation.

The Board should be fully aware of all Notifiable Events and any proposed actions associated with the event, even where the Chief Executive is responsible for reporting the Notifiable Event. AHBs should have procedures in place to ensure the Board can be kept appropriately informed of Notifiable Events including, where necessary, if an event occurs between Board meetings.

What action will AHBRA take?

Reviewing the Information

When we receive a Notifiable Event from an AHB, we will review and assess the information. AHBRA will take a risk-based and proportionate approach to considering matters and determining an appropriate regulatory response to the specific circumstances which have arisen.

In many cases, AHBRA may be satisfied that the AHB has an appropriate strategy or action plan in place, and no further clarification will be required. AHBRA reserves the right to seek assurances or undertake other regulatory action, should it deem it appropriate.

Depending on the nature of the change or event, AHBRA may need to consider its impact on the AHB sector as a whole. For example, where a Board is considering the significant disposal of assets, or an important service provider goes into liquidation, AHBRA may need to communicate with key stakeholders and ensure that any actions proposed are appropriate.

Engaging with an AHB

AHBRA will acknowledge receipt of all Notifiable Events and advise AHBs of the next steps. The acknowledgement will inform the AHB how we generally deal with Notifiable Events and outline how and when they can expect further communication from AHBRA.

If further clarification is required in relation to the Notifiable Event, AHBRA will contact the AHB. AHBs and their Boards are responsible for managing their own organisation and dealing with the events that occur. We expect AHBs to take appropriate action in response to events. Notification to AHBRA does not absolve AHBs of responsibility for management of the event. We need to be satisfied that the action taken by the AHB will protect the interests of its tenants, the organisation itself and other key stakeholders. If we have

concerns about the AHB's proposed course of action, to deal with the event, we will make clear what we expect the AHB to do to allay our concerns.

Informing other parties

Depending on the nature of the event, the AHB should consider whether there are any matters it needs to report to another regulator, funder or An Garda Síochána (the Gardaí). AHBRA may also inform, or request the AHB to inform, another regulator or key stakeholder, where this is considered appropriate. AHBRA may report matters to the Gardaí or other appropriate body if we suspect an offence may have been committed or where we have a legal obligation to do so.

Confidentiality

If an AHB provides information to AHBRA in confidence, we will respect that confidentiality, as long as it does not compromise our ability to deliver on our functions, comply with our legal obligations, or where we are concerned that an offence may have been committed. AHBRA will not disclose personal information, unless we have been given permission, or have a legal obligation to do so.



Appendices

1. Circumstances which require notification under Section 55 of the Housing (Regulation of Approved Housing Bodies) Act 2019

Notice to Regulator of certain events

55. (1) An AHB shall give notice, in writing, to the Regulator—

(a) as soon as practicable, if it no longer satisfies the eligibility criteria or any of them,

(b) in a case where the AHB is a company—

(i) not later than 7 days from the date of publication of a notice under section 730(1) of the Act of 2014 of the intention of the Registrar of Companies to strike off the company, or

(ii) not later than 7 days from the date an application is made under section 731 of the Act of 2014 to the Registrar of Companies to be struck off the register,

(c) in a case where the AHB is a registered society—

(i) not later than 7 days from—

(I) the date it requests the cancelling of its registry, or

(II) the date of receipt by it of a notice proposing cancelling of its registry, as the case may be, under section 9 of the Industrial and Provident Societies Act 1893, or

(ii) as soon as practicable of any proposal to dissolve the society under paragraph (a) or (b), as the case may be, of section 58 of the Industrial and Provident Societies Act 1893,

(d) in a case where the AHB is a friendly society within the meaning of the Friendly Societies Acts 1896 to 2018—

(i) not later than 7 days from—

(I) the date it requests cancelling of its registry, or

(II) the date of receipt by it of a notice proposing cancelling of its registry, as the case may be, under section 77 of the Friendly Societies Act 1896, or

(ii) as soon as practicable of any proposal to terminate or dissolve the society under paragraph (a), (b), (c) or (d), as the case may be, of section 78 of the Friendly Societies Act 1896,

(e) in a case where the AHB is a charitable trust, as soon as practicable of any proposal to revoke the charitable trust in accordance with its constitution,

(f) in a case where the AHB is a registered charitable organisation, not later than 7

days from the date an entry is made in the register of charitable organisations established under section 39 of the Charities Act 2009—

(i) under section 43(11) of that Act, that it has ceased to be registered, or



- (ii) under section 44(12)(b) of that Act, that it has ceased to be deemed to be a registered charitable organisation,
 - (g) not later than 7 days from the date on which any improvement notice (within the meaning of section 18A of the Act of 1992) is given to an AHB,
 - (h) not later than 7 days from the date on which any prohibition notice (within the meaning of section 18B of the Act of 1992) is given to an AHB,
 - (i) of any other matter that may—
 - (i) materially affect or might reasonably be expected to materially affect its status as an AHB,
 - (ii) bring or might reasonably be expected to bring the AHB into disrepute, or
 - (iii) threaten or might reasonably be expected to threaten the stability, efficiency, operations and general viability of the AHB, before the occurrence of the event or, where that is not practicable because of the nature of the event concerned or the circumstances in which it has arisen, as soon as practicable after the occurrence of the event.
- (2) An AHB which is a company shall give notice, in writing, to the Regulator—
- (a) before or, where that is not practicable because of the nature of the event concerned or the circumstances in which it has arisen, as soon as practicable after, the appointment of a receiver to the AHB,
 - (b) before the presentation by the company or by a director of the company, as the case may be, of a petition to the court under Chapter 2 of Part 11 of the Act of 2014 for the winding up of the company,
 - (c) before or, where that is not practicable because of the nature of the event concerned or the circumstances in which it has arisen, as soon as practicable after, the passing of a resolution for a members' voluntary winding up of the company under Chapter 3 of Part 11 of the Act of 2014,
 - (d) at least 10 days before the date of a creditors' meeting that has been summoned in the case of a creditors' voluntary winding up of the company under Chapter 4 of Part 11 of the Act of 2014,
 - (e) forthwith on the appointment of a provisional liquidator or liquidator to the company under any provision of the Act of 2014.
- (3) An AHB which fails to give notice to the Regulator under any of *paragraphs (b) to (f) of subsection (1)* or under *subsection (2)* shall be guilty of an offence.



2. Examples of Notifiable Events

As set out above, a Notifiable Event is a material, significant, or exceptional issue, event, or change within the organisation, which must be notified to AHBRA. In considering whether an event is a Notifiable Event, an AHB should consider the level of risk and potential impact on the organisation. Examples of events where the AHB may be expected to contact AHBRA include, but are not limited to the following:

Examples of Tenancy & Asset Management Notifiable Events

- Board consideration of a significant disposal of assets
- Material breaches of health and safety which present significant risk to tenant safety
- Report findings that there is a serious risk of accident or injury to a tenant in their home (for example, fire inspections)
- Threat of a major service delivery failure (for example, contractor goes into liquidation)
- Adverse reports by a regulator or state agency relating to key services provided to tenants
- Any significant natural disaster that impacts on the AHB's business (for example, fire, flood, building collapse)
- Adverse internal or external reports relating to key services provided to tenants
- Adverse internal or external reports relating to the management of property by the AHB
- Unfavourable determination in a case with the RTB
- Where the AHB becomes aware of potential negative media coverage about the AHB, which may impact its reputation, or the reputation of the AHB sector
- Any other events which could give serious cause for concern

Examples of Governance Notifiable Events

- Board consideration of mergers or acquisitions with other AHBs
- Resignation or dismissal of a Chair, CEO or Finance Director
- Proposed dismissal of a Chair, CEO or Finance Director
- Proposed removal of any Board member by the AHB
- Where the AHB becomes aware of actual or potential non-compliance with the Standards for AHBs
- Serious issue regarding a parent, subsidiary or connected organisation
- Serious complaint, allegation or disciplinary investigation involving a director or senior executive
- Senior executive is absent for a prolonged period of time
- Breach of code of conduct by director(s)
- Plans to set up a non-subsidiary or re-structure within with the current group structure
- Breach or potential breach of charitable obligations
- Whistleblowing allegations within an AHB



Examples of Governance Notifiable Events

- The calling of an extraordinary general meeting
- Significant changes to the AHB's constitution or articles of association
- Disputes involving another AHB which may have significant impact on an AHB or its tenants
- Litigation action where there is a risk of material costs or reputational damage to the AHB

Examples of Financial Notifiable Events

- Significant liquidity issues; actual or potential
- Fraud or the investigation of fraud within the AHB or a subsidiary
- Significant change to an AHB's debt profile, for example, before entering into loan finance for development purposes (where the source of loan finance has not previously been used by the AHB)
- Material reduction in stock or asset values; actual or potential
- Potential litigation/material third party claim which would have a significant impact on business
- Serious and/or immediate potential cash flow issue
- Material fall in income which may affect liquidity; actual or potential
- Guarantees given by group companies which could significantly impact AHB
- Default or financial difficulties of major suppliers or service providers
- Serious or material reduction in the funding for care and support services, for example, AHBs with significant care elements in their business, where HSE withdraws funding
- Serious concern raised by auditors or lenders

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Approved Housing Bodies
Regulatory Authority



4th Floor Grattan House
67-72 Mount Street Lower
Dublin 2, D02 H638
T: (01) 224 3900
E: info@ahbregulator.ie
W: www.ahbregulator.ie
 [@AHBregulator](https://twitter.com/AHBregulator)
 [ahbregulator](https://www.linkedin.com/company/ahbregulator)