



Nightingale, not-for-profit.

Nightingale Housing exists to provide housing that is socially, financially and environmentally sustainable. We believe that homes should be built for people, not profit. This has always been our mission.

Nightingale was founded in 2016 and was a genuine response to a housing system we believe is fundamentally broken. In Melbourne, like in many other cities around the world, housing is not equitable. In fact, it is eroding the community it was meant to serve. While social inequality is on the rise, demand for affordable housing has reached critical levels and our planet is in crisis.

Our first ever project, [Nightingale 1](#), was an attempt at putting our mission into practice. It began with a call to arms: Breathe Architecture asked some of Melbourne's best architects for help and Architecture Architecture, Austin Maynard, Clare Cousins, MRTN Architects, Wolveridge and Six Degrees responded, putting up seed capital with values-aligned investors and stakeholders who cared about the future of housing in this city. When Nightingale 1 was completed, it represented an inspiring paradigm shift in the industry.

With kind support from smart and generous people within the architecture world and with great trust from forward-thinking investors, partners, advisors, and of course the residents themselves, Nightingale began to chip away at transforming Australia's housing system, one building at a time. Each project taught us important lessons. As a fledgling, small organisation with big ambitions we embraced change, listened to feedback, and continuously evolved. Unsurprisingly, our new way of doing things also occasionally met resistance.

We soon discovered, though, that the model we came up with was actually holding us back. Nightingale's original approach was based on a licensing model that seemed great in theory, but in practice wasn't delivering results. Of the 33 licenses that were issued to architects around the country, only a handful of projects were realised. This was in part due to the difficult nature of raising capital: many architects who were ready to embark on their first Nightingale project struggled to secure funding.

There are existing Nightingale and under construction projects by Breathe, Six Degrees, Kennedy Nolan, Austin Maynard, Clare Cousins, Architecture Architecture, Hayball, EHDO, and ClarkeHopkinsClarke.

Historically, each of the Nightingale projects designed by Breathe were founded under this old licensing model. They were led by Breathe Founders, Jeremy McLeod & Tamara Veltre and Breathe Architecture with seed capital from their friends and family, taking on personal financial risk.

The exceptions to this were [Nightingale Ballarat](#). This project was our first foray into a regional city, uncharted territory for us, and we had to de-risk the project by taking the architects that had successfully delivered Nightingale 1 on time and on budget.



Similarly, [Nightingale Bowden](#) in South Australia was made possible thanks to a partnership with landowners Renewal SA, with community housing provider Housing Choices Australia and the South Australian Housing Authority. They gave very clear direction to us that the project needed to be a Breathe project, to put forward a team with a proven track record of delivering a Nightingale on time and on budget.

All the while, housing affordability and equity has kept slipping further away from more and more Australians.

While Nightingale started out with a not-for-profit mindset, we saw potential for having a larger impact and greater scale as a social enterprise. This organisational structure enabled us to establish a talented project delivery team in-house that could raise the required equity and finance for each project, acquire sites in the right areas, and engage architects that delivered incredible projects on time and on budget.

In April, with the support of our Board of Directors, we made good on our initial aspiration and officially gained not-for-profit status. With NFP status in place, Nightingale Housing can now never be monetised. Importantly, in a not-for-profit organisation there are *no owners, only members* – a not-for-profit can not be owned or controlled, it is driven solely by purpose which is enshrined in the constitution. This change is important to us because it not only adds credibility to Nightingale's mission, it also helps preserve its integrity into the future. The members are the founders of Nightingale Housing, Tamara Veltre and Jeremy McLeod. Their commitment to Nightingale remains resolute.

The shift away from the licensing models means that the in-house Nightingale team now handles all aspects of project delivery – from site acquisition, securing funding, construction delivery, and community engagement, all the way to handing over the keys. This takes risk and pressure off architects and ensures a smoother delivery. It allows the architects to focus on what they do best - great design.

None of these changes have had an impact on any of the amazing projects currently under construction and we're extremely energised by the new projects for 2021 we'll be revealing in the coming weeks.

As Jeremy McLeod and Tamara Veltre are co-founders of Nightingale and also Breathe, we have protocols in place to avert potential conflicts of interest. As such, a structure is in place that separates Jeremy from the selection process of the most suitable architect for each project. The Nightingale delivery team tenders projects to a panel of architects and reports to the Head of Operations for sign-off. New project opportunities will be offered to architects that have the appropriate experience, track record and meet our carbon neutrality policy. Of course, in the case where an architect directly brings in a new project, Nightingale will provide them an opportunity to lead it. In addition, Nightingale's Board of Directors receives detailed documentation about each project which it then examines and provides oversight on. This ensures an independent review of every project.



Thinking back about our humble beginnings, we're proud of the impact Nightingale Housing – through all of its supporters and advocates – has already had. We now see many development projects going carbon neutral, implementing sustainability initiatives throughout their designs, including much-needed social housing, and focusing on community values. We believe that Nightingale has played an important role in driving that change.

There remains much more work to be done at this critical time. With the climate emergency setting the pace, we've never felt a stronger sense of urgency to act and to scale up our impact. As such, Nightingale remains at the forefront of a broader, long-overdue transformation that aims to deliver quality housing for people, not profit. No doubt, we will continue to grow and evolve as we pursue our mission, while upholding the principles Nightingale has become known for.

For the sake of clarity, we'd like to address criticism raised on the Instagram platform around the following issues:

A. Independent and experienced CEO.

Jeremy McLeod is currently the Managing Director of Nightingale Housing. Dan McKenna is Head of Operations with the wider team reporting to him.

From the beginning the need to manage any conflicts of interest has been appreciated by Jeremy, the Board and the team and has always been managed independently and fairly and in accordance with our conflict of interest policy.

Jeremy brings an incredible wealth of experience. He created the Nightingale model and understands it uniquely. It's also worth noting that Jeremy is currently paid a concessional salary of \$60k per year at his own request.

B. Broad and Diverse Membership Ownership

The very structure of a not-for-profit means there are *no owners*. The current members are Jeremy McLeod and Tamara Veltre. Members have no rights to any intellectual property or brand - this belongs to the NFP. Members have no rights to any dividends or returns, they are not like shareholders. Their role is primarily to deal with administrative matters, like voting at an Annual General Meeting. They can never extract a profit from Nightingale Housing.

The Nightingale team is currently staffed by 14 team members. The gender split is 6 females and 8 males, it is acknowledged that the majority of this group are from a 'white' background.

We recognise we are in the early stages of our reconciliation journey, however, we are deeply committed to reconciliation and equity and have committed to a Reconciliation Action Plan.

C. Broad and Diverse directors



The Board members are Angela Perry, Chair (Legal & Governance), Peter Lalor, Deputy Chair (Fiduciary), James Legge (Architecture), Jeremy McLeod (MD) and Anna Peters (Property and delivery). This board is currently 2 women and 3 men. Our Reconciliation Action Plan is led by Viviana Sacchero.

D. Independence and Conflict of Interest

As mentioned above, Jeremy McLeod and Tamara Veltre are co-founders of Nightingale and also Breathe, we recognise the need for protocols that avert potential conflicts of interest. As such, a structure is in place that separates Tamara and Jeremy from the selection process of the most suitable architect for each project. Similar to recognised market practice, the Nightingale delivery team chooses from a panel of architects for every new project and this sign-off process is independent. New project opportunities have always been offered to architects that have the appropriate experience, track record and meet our carbon neutrality and diversity policy. Of course, in the case where an architect directly brings in a new project, Nightingale will ensure they lead it. In addition, Nightingale's Board of Directors receives detailed documentation about each project which it then examines and provides oversight on. This ensures an independent review of every project, but in particular those in which Breathe is involved.

Any conflict of interest is managed in accordance with our conflict of interest policy which we take very seriously.

In all future Nightingale projects, each architect who applies to work on the project has to meet the following criteria before they are assessed based on performance criteria.

1. The architect must be certified as Carbon Neutral
2. Nightingale Housing prioritises architects who have committed equity and/ or taken risk to support previous Nightingale Projects
3. Has the architect undertaken (or are they in the process of undertaking) a Reconciliation Action Plan
4. The architect must have a diverse gender makeup of senior management

Criteria for selection is:

- Capability
- Capacity
- Sustainability
- Credentials
- Cost
- Innovation

E. Founding Principles

Nightingale Housing provides apartments that are socially, financially and environmentally sustainable. We believe that homes should be built for people, not profit. Our guiding principles have always been available [on our website](#). Whilst the way we've described them may have changed, at their core we have and always will be dedicated to:



- Simply sustainable
- Carbon neutral
- Sustainable transport
- Comfortable, energy-efficient homes
- Healthy homes and gardens
- Reduced cost of living
- Community
- Fair Housing
- Urban Community Contribution
- Purchaser engagement

F. Transparency

Nightingale Housing prides itself on its honesty. We've always been candid about our successes and challenges.

We foster early engagement with purchasers and collaborators through information sessions, one-on-one meetings, resident group events, site walks, and communications. The entire Nightingale team including the founders are usually in attendance at these events and available to answer any questions.

For example, the Nightingale 1 project saw us share with the resident group the financial information from feasibility through to completion, showing the land cost, build cost, architect fees, consultant fees, finance and equity costs. At the end of that project there was over \$100k left in contingency which was returned to the residents. You can't get more transparent than that.

We've always shared intellectual property to help transform the market place and we'll continue to do this.

Angela Perry Chair, Nightingale Housing

We are proud to acknowledge the Wurundjeri people of the Kulin Nation, the Traditional Custodians of the land upon which Nightingale Housing stands. We recognise their continuing connection to land, waters, and culture.