

**5.11 Cabinet Sub-Committee (Local Authority Trading Companies' Shareholder)**

5.11.1 Membership

- (a) The Sub-Committee shall comprise three (3) Executive members nominated by the Leader. Substitutes may be permitted at the discretion of the Leader.

5.11.2 Quorum

3

5.11.3 Meetings

Ad hoc

5.10.4 Roles and Functions

- (a) To represent the Council's interests as shareholder in wholly owned and other companies.
- (b) To undertake all functions of the Council as shareholder under the Company Act, unless delegated otherwise.
- (c) To ensure that actions taken by the companies accord with the interests of the Council as shareholder and contribute to the Council's objectives.
- (d) To consider (and approve in principle where appropriate) any proposed or amended company documentation (save minor administrative documentation) including Memorandum and Articles of association and shareholder agreements.
- (e) To undertake the actions, activities and responsibilities as shareholder provided for and required by any Memorandum and Articles of Association and shareholder agreements.
- (f) To provide, or withhold, consent as appropriate (in principle, where formal company ratification is required) on those matters requiring shareholder consent as defined in the Memorandum and Articles of Association and shareholders agreements.
- (g) In the specific case of a wholly owned company to:
  - (i) review the Business Plan prepared by the Company prior to its adoption by the company.
  - (ii) monitor performance and financial delivery against business plan;

- (iii) review and agree (in principle where formal company ratification is required) any proposals to undertake activities outside of the District, unless already allowed for within Memorandum and Articles of association;
  - (iv) to agree to appoint or dismiss (in principle in so far as company ratification is required) any Director of the company (where power is reserved to the shareholder).
- (h) To make recommendations to Cabinet on the investment, loans, resource arrangements and asset transfers to companies;
- (i) Delegating specific functions, other than those listed below, to Officers of the Council to increase commercial flexibility.

| <b>Delegated Powers</b>  | <b>Delegated Members and Officers</b>  |
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| Approval of minor administrative documentation   | Chairman of Sub-Committee in consultation with the Lead Officer for the Company concerned                      |
| Signing of documentation on behalf of the Council  | Lead Officer for the Company concerned   |
| In cases of emergency or urgency to carry out any of the Sub-Committee functions, powers or duties | Chief Finance Officer or Monitoring Officer in consultation with the Chairman of Sub-Committee where possible. |