

SOUTH HOLLAND DISTRICT COUNCIL

Report of: Executive Manager - Governance

To: Leader of the Council
(The Lord Porter of Spalding)

(Author: Mark Stinson – Executive Manager Governance)

Subject: Director Appointment – Compass Point Business Services (East Coast) Ltd

Purpose: To consider an earlier date for the proposed change to an officer director appointment

Recommendation(s):

That the current officer director appointed to Compass Point Business Services (East Coast) Ltd (Anna Graves, Head of the Paid Service and Chief Executive) be replaced by Rob Walker, Executive Director Place as soon as is reasonably practicable and that notice in writing be given to the Company.

1.0 BACKGROUND

- 1.1 Compass Point Business Services (East Coast) Ltd (“CPBS”) is a private company limited by shares and is jointly owned by South Holland District Council and East Lindsey District Council. There are six directors – three appointed by each of the councils. Article 11 of the Constitution deals with appointments – which may be a Chief Officer or Deputy Chief Officer.
- 1.2 A recent decision by the Leader, made on 27 December 2017, included a change of one officer director from 31 July 2018 (to tie in with a proposed change in governance arrangements from that date). It is now considered that it would be beneficial to make the change in advance of change to governance arrangements. As such, it is proposed that Rob Walker, Executive Director Place, be appointed to the Board of Compass Point Business Services (East Coast) Ltd (the appointment to be by name rather than office) in place of Anna Graves, Head of Paid Service and Chief Executive from the earliest practicable date.

2.0 OPTIONS

- 2.1 Do nothing –in which case the change of director will take place on 31 July 2018

3.0 REASONS FOR RECOMMENDATION(S)

- 3.1 To ensure a smooth transition prior to the change of governance arrangements in July 2018.

4.0 EXPECTED BENEFITS

- 4.1 Good governance of the Council’s company.

5.0 IMPLICATIONS

5.1.1 **Constitution & Legal**

5.1.1 Qualification for directorship is set out in law and in the articles of the relevant companies. The proposed appointee meets the requirements of Article 11 of the Council's Constitution.

5.1.2 In law, appointments to outside bodies (including the Council's companies) can be made either by the Council or by the Leader/Cabinet. Under the Council's constitution, it is clear that appointments to a company exercising executive functions is a Leader/Cabinet decision and appointments to a company exercising non-executive functions is a Council decision. As CPBS is exercising executive functions, this appointment is an executive function.

5.2 **Contracts**

5.2.1 These are non-executive directorships, so no contractual implications arise.

5.3 **Stakeholders / Consultation / Timescales**

5.3.1 CPBS has already been briefed.

5.4 **WARDS/COMMUNITIES AFFECTED**

5.4.1 None

5.5 **ACRONYMS**

5.5.1 CPBS – Compass Point Business Services (East Coast) Ltd

Background papers:- None

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Key Decision: No

Exempt Decision: No

This report refers to a Discretionary Service

Appendices attached to this report: None