

Government Improvement Board 20/01/21 – Minute 12

Malcolm Townroe, Director of Legal and Governance, presented the report which asked the Board to approve a draft Role Description for the Shareholder Representative. In drafting the Role Description the views of the Companies Governance Executive Sub-Committee and the views of Shareholder Representatives were taken into account.

During the subsequent discussion the following points were put forward for consideration:

- (a) Move the final two points listed under Key Purpose (The Shareholder Representative will be appointed by the Company Governance Sub- Committee or the Chief Executive and will not be a Company Director, and The Shareholder Representative will be directly accountable to the Chief Executive) to the section on Duties,
- (b) Include an additional responsibility making shareholder representatives are responsible for their own continuous improvement and should work collectively on this and to improve the relationship between companies and the Council,
- (c) The distinction between the shareholder representative and the client roles should be emphasised in order to avoid conflicts of interest between the two,
- (d) The relationship between the shareholder representative and the Section 151 Officer should be made more explicit,
- (e) Under Duties, the phrase “challenge to avoid risks to the Council and our shareholding” should be reworded to refer to minimising or mitigating risk.

Resolved to:

- (i) approve the current version of the Shareholder Representative Role Description as an interim version while it is amended by the Director of Legal and Governance to reflect the comments outlined above, and**
- (ii) share the amended version with Governance Improvement Board members either at a formal meeting or via email for comment before and then take on to Companies Governance Executive Sub-Committee for formal approval if necessary.**