



**Riverside, 4 Canning Road, Lowestoft, Suffolk,
NR33 0EQ**

Shareholder Reference Group

Members:

Councillor Steve Gallant (Leader)

Councillor Craig Rivett (Deputy Leader and
Economic Development)

Councillor Stephen Burroughes (Customer
Experience, ICT and Commercial Partnerships)

Councillor Maurice Cook (Resources)

Councillor James Mallinder (The Environment)

Members are invited to a **Meeting of the Shareholder Reference Group**
to be held in the Conference Room, Riverside, Lowestoft,
on **Tuesday, 4 October 2022** at the conclusion of the preceding Cabinet meeting
and no earlier than **8.00pm**

This meeting will be broadcast to the public via the East Suffolk YouTube
Channel at <https://youtu.be/uAYTpBmnz7A>.

An Agenda is set out below.

Part One – Open to the Public

Pages

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- | | |
|----------|---|
| 1 | Election of a Chairman
To elect a Chairman of the Shareholder Reference Group |
| 2 | Election of a Vice-Chairman
To elect a Vice-Chairman of the Shareholder Reference Group |
| 3 | Apologies for Absence
To receive apologies for absence, if any. |

4 Declarations of Interest

Members and Officers are invited to make any declarations of interests, and the nature of that interest, that they may have in relation to items on the Agenda and are also reminded to make any declarations at any stage during the Meeting if it becomes apparent that this may be required when a particular item or issue is considered.

5 Appointment of a Board Member to the Board of Directors of East Suffolk Services Limited ES/1301

1 - 5

Report of the Leader of the Council

Part Two – Exempt/Confidential

Pages

There are no Exempt or Confidential items for this Agenda.

Close



Stephen Baker, Chief Executive

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democraticservices@eastsuffolk.gov.uk



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East Suffolk Council is committed to achieving excellence in elected member development
www.local.gov.uk/Community-Leadership



SHAREHOLDER REFERENCE GROUP

Tuesday, 04 October 2022

Subject	Appointment of a Board Member to the Board of Directors of East Suffolk Services Limited
Report by	Councillor Steve Gallant, Leader of the Council
Supporting Officer	Andrew Jarvis Strategic Director, ESC & Director, ESSL Board of Directors andrew.jarvis@eastsuffolk.gov.uk

Is the report Open or Exempt?	OPEN
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Wards Affected:	All Wards
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Purpose and high-level overview

Purpose of Report:

To approve the appointment of Cassandra-Ann Clements, the Managing Director of East Suffolk Services Limited (ESSL), as a Director of ESSL.

Options:

There is an option not to appoint the Managing Director as a Director of ESSL, however this is not recommended for the reasons set out under item 4.

Recommendation/s:

That the Shareholder Reference Group approve the appointment of Cassandra-Ann Clements as a Director of ESSL under Article 21.1 of the ESSL Articles of Association.

Corporate Impact Assessment

Governance:

ESSL is governed by the Articles of Association adopted at incorporation.

ESC policies and strategies that directly apply to the proposal:

None.

Environmental:

There are no Environmental implications.

Equalities and Diversity:

There are no equality and diversity impacts.

Financial:

There are no financial implications.

Human Resources:

There are no HR implications.

ICT:

There are no ICT implications.

Legal:

This report has been drafted in consultation with the Council's legal team and the Council's external lawyers, Bevan Brittan.

Risk:

The risk of not appointing Cassandra Clements to the board is that the required skills and expertise are not available to the board when making decisions.

External Consultees:	Not applicable
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Strategic Plan Priorities

Select the priorities of the Strategic Plan which are supported by this proposal: (Select only one primary and as many secondary as appropriate)		Primary priority	Secondary priorities
T01	Growing our Economy		
P01	Build the right environment for East Suffolk	<input type="checkbox"/>	<input type="checkbox"/>
P02	Attract and stimulate inward investment	<input type="checkbox"/>	<input type="checkbox"/>
P03	Maximise and grow the unique selling points of East Suffolk	<input type="checkbox"/>	<input type="checkbox"/>
P04	Business partnerships	<input type="checkbox"/>	<input checked="" type="checkbox"/>
P05	Support and deliver infrastructure	<input type="checkbox"/>	<input type="checkbox"/>
T02	Enabling our Communities		
P06	Community Partnerships	<input type="checkbox"/>	<input type="checkbox"/>
P07	Taking positive action on what matters most	<input type="checkbox"/>	<input type="checkbox"/>
P08	Maximising health, well-being and safety in our District	<input type="checkbox"/>	<input type="checkbox"/>
P09	Community Pride	<input type="checkbox"/>	<input type="checkbox"/>
T03	Maintaining Financial Sustainability		
P10	Organisational design and streamlining services	<input type="checkbox"/>	<input checked="" type="checkbox"/>
P11	Making best use of and investing in our assets	<input type="checkbox"/>	<input checked="" type="checkbox"/>
P12	Being commercially astute	<input type="checkbox"/>	<input checked="" type="checkbox"/>
P13	Optimising our financial investments and grant opportunities	<input type="checkbox"/>	<input checked="" type="checkbox"/>
P14	Review service delivery with partners	<input type="checkbox"/>	<input checked="" type="checkbox"/>
T04	Delivering Digital Transformation		
P15	Digital by default	<input type="checkbox"/>	<input type="checkbox"/>
P16	Lean and efficient streamlined services	<input type="checkbox"/>	<input type="checkbox"/>
P17	Effective use of data	<input type="checkbox"/>	<input type="checkbox"/>
P18	Skills and training	<input type="checkbox"/>	<input type="checkbox"/>
P19	District-wide digital infrastructure	<input type="checkbox"/>	<input type="checkbox"/>
T05	Caring for our Environment		
P20	Lead by example	<input type="checkbox"/>	<input type="checkbox"/>
P21	Minimise waste, reuse materials, increase recycling	<input type="checkbox"/>	<input type="checkbox"/>
P22	Renewable energy	<input type="checkbox"/>	<input type="checkbox"/>
P23	Protection, education and influence	<input type="checkbox"/>	<input type="checkbox"/>
XXX	Governance		
XXX	How ESC governs itself as an authority	<input checked="" type="checkbox"/>	<input type="checkbox"/>
How does this proposal support the priorities selected? Having the right people on the ESSL Board of Directors ensures that the Council's strategy of creating Local Authority Trading Companies is more likely to be successful. This in turn help the Council deliver on its commitment to financial sustainability.			

Background and Justification for Recommendation

1 Background facts	
1.1	The Council has established a number of companies within a group structure, including ESSL which was incorporated in March 2022.
1.2	At the point of incorporation three officers of the Council were appointed as its representatives on the ESSL Board of Directors – Stephen Baker, Andrew Jarvis and Nicholas Khan.
1.3	Directors are required to make decisions based on the best interests of the company. In order to do this, Directors need to have access to detailed operational information as part of board deliberations and decision making.
1.4	At their next meeting it is anticipated that the ESSL Board of Directors will: <ul style="list-style-type: none"> a) agree to enter into the Shareholder Agreement previously approved by Cabinet. b) seek the Council's approval to the appointment of the Cassandra-Ann Clements (the ESSL Managing Director) as a company director of ESSL.
1.5	Subject to confirmation that the ESSL Board of Directors has taken the decisions referred to in paragraph 1.4 above, the SRG are asked to approve the appointment Cassandra-Ann Clements as Company Director of ESSL.

2 Current position	
2.1	The Managing Director of ESSL, Cassandra-Ann Clements, joined the Company on 11 July 2022.
2.2	The ESSL Board of Directors request approval of the appointment of Cassandra-Ann Clements as a Director of the Company under Article 21.1 of the Company's Articles.

3 How to address current situation	
3.1	The Board of Directors needs detailed operational input to inform its decision making. There is therefore a requirement for an employee of the Company to join the Board of Directors in order to provide operational expertise.

4 Reason/s for recommendation	
4.1	As other Directors are not engaged full time on Company business, the advice of a full-time employee of the company with sufficient seniority is needed to provide input to the Board in order to facilitate decision making.
4.2	The Managing Director of the Company is best placed to provide this and therefore the ESSL Board recommend appointing Cassandra-Ann Clements to this position.
4.3	Membership of the board will be reviewed from time to time to ensure that the correct skills mix is in place in order to best manage the affairs of the company.

Appendices

Appendices:
None.

Background reference papers:
None.