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| <b>Agenda Item No:</b> | 6  |  |
| <b>Committee:</b>      | Cabinet                                      |  |
| <b>Date:</b>           | 12 June 2023                                 |  |
| <b>Report Title:</b>   | Fenland Future Ltd – Appointment of Director |  |

### Cover sheet:

## **1 Purpose / Summary**

- 1.1 To seek Cabinet approval to appoint a new Director to fill a vacancy on the Board of Fenland Future Ltd.

## **2 Key Issues**

- 2.1 The Board of Fenland Future Ltd (FFL) has been carrying a vacancy since the departure of the Head of Economic Growth and Assets in July 2021.
- 2.2 The role as stated above no longer exists and it is necessary to refresh the designation of both new and existing Directors and the Company Secretary.
- 2.3 Fenland Future Ltd is entering an exciting stage in its evolution and the additional resource and skill set would be a welcome addition to the Board.
- 2.4 It is proposed to appoint Anna Goodall as the new Director of FFL to work alongside current Directors Dan Horn and Mark Saunders.
- 2.5 As Anna Goodall is the current Company Secretary a replacement for this role would need to be sourced and the current proposal is to appoint Jane Bailey, Elections Team Leader to the position. As Jane is already a direct report to Anna the required handover and support would necessarily be in place.
- 2.6 The proposed new Director's skillset complements the existing board and brings a wide range of experience most notably in the governance, Economic Growth and Limited Company Secretarial areas and Anna has been part of all the FFL Board and Investment Board meetings to date.

## **3 Recommendations**

- 3.1 Cabinet are asked to approve:-
- the appointment of Anna Goodall to the Board of FFL and the appointment of Jane Bailey as the Company Secretary of FFL and to,
  - delegate to the Company Secretary all necessary arrangements to make this happen.

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|------------------------|---|
| Wards Affected         | All   |
| Forward Plan Reference |   |
| Portfolio Holder(s)    | <p>Cllr Chris Boden – Leader, Finance Portfolio Holder and Chairman of the Investment Board</p> <p>Cllr Steve Tierney – Transformation, Communications &amp; Environment Portfolio Holder and Investment Board Member</p> <p>Cllr Ian Benney – Economic Growth Portfolio Holder and Investment Board Member</p> |
| Report Originator(s)   | <p>Paul Medd – Chief Executive</p> <p>Peter Catchpole – Corporate Director &amp; Chief Finance Officer</p> <p>Carol Pilson – Corporate Director &amp; Monitoring Officer</p> <p>Amy Brown – Assistant Director &amp; Deputy Monitoring Officer</p>  |
| Contact Officer(s)     | <p>Paul Medd – Chief Executive</p> <p>Peter Catchpole – Corporate Director &amp; Chief Finance Officer</p> <p>Carol Pilson – Corporate Director &amp; Monitoring Officer</p> <p>Amy Brown - Assistant Director &amp; Deputy Monitoring Officer</p>  |
| Background Papers      | <p>Cabinet meeting 9<sup>th</sup> June 2020 LATCo Business case</p> <p>Cabinet meeting 29<sup>th</sup> June 2020 Fenland Future Ltd, Articles of Association and Reserved matters</p>   |

## Report:

### **1 BACKGROUND AND INTENDED OUTCOMES**

- 1.1 It was agreed in the original business case presented to Cabinet on 9<sup>th</sup> June 2020 that the Board of Directors will be comprised of Council officers with an elected member attending in an observational capacity. It was initially intended that the officers appointed to the Board would be the Chief Accountant, the Head of Economic Growth and Assets and the Head of Housing and Community Support and this was duly implemented. Due to the resignation of the Head of Economic Growth and Assets and the subsequent re-designation of parts of this role, it is now necessary to rethink this and the proposal put forward in this paper attempts to address this issue.

### **2 REASONS FOR RECOMMENDATIONS**

- 2.1 Fenland Future Ltd is constituted to run with a minimum of three directors and it is therefore necessary to appoint a third director as soon as possible.

### **3 CONSULTATION**

Whilst there are no specific consultation requirements, the appointment has been discussed with the existing representatives of FFL who have confirmed their support of the proposals outlined in this report.

### **4 ALTERNATIVE OPTIONS CONSIDERED**

- 4.1 None. The composition of the Board is as designated by the original LATCo Business case as presented to Cabinet on 9<sup>th</sup> June 2020 and as determined by the Articles of Association approved by Cabinet on 29<sup>th</sup> June 2020. The Articles of Association state that the Board of Directors will comprise a minimum of three and a maximum of five directors.

Other officers were considered in discussion between the Chief Executive and the Section 151 officer and the suggested recommendation is as contained in this paper.

### **5 IMPLICATIONS**

#### **5.1 Legal Implications**

- 5.1.1 Fenland Future Ltd are currently operating below the minimum number of Directors required and action is required to correct this situation. Part 3, Table 3, paragraph 3.1.1(g) specifies that the determination of Reserved Matters for example appointment or dismissal of Directors are the responsibility of Cabinet unless delegated to the Investment Board. Such a delegation has not been made and it is therefore appropriate that Cabinet make this decision.

#### **6.2 Financial Implications**

- 6.2.1 There are no financial implications to this appointment and the Service Level Agreement between Fenland District Council and Fenland Future Ltd already includes the costs for three Directors and a Company Secretary.

#### **6.3 Equality Implications**

N/A