

Appendix B - Governance Terms of Reference

Addition to Executive Delegations

3.3.1 Shareholder Cabinet Committee (a Cabinet sub-committee)

Purpose

The Shareholder Cabinet Committee will meet four times a year, with more or less meetings to be arranged as necessary, with the agreement of the Chairman.

The Committee will have responsibility for the Council's companies, partnerships and charities including, but not limited to:

- (a) Peterborough Limited,
- (b) Blue Sky Peterborough,
- (c) Empower Peterborough,
- (d) Opportunity Peterborough,
- (e) Peterborough Investment Partnership LLP,
- (f) Medesham Home LLP,
- (g) NPS Peterborough Ltd,
- (h) Peterborough Museum and Art Gallery, and
- (i) The Mayor's Charity.

The Shareholder Cabinet Committee will act as a decision making body and an advisory body to Cabinet. Support and advice will be provided to the Shareholder Cabinet Committee by the Monitoring Officer and the Section 151 Officer.

Functions of the Shareholder Cabinet Committee

- (a) To approve company business plans of the Council's companies, partnerships and charities as required.
- (b) To monitor performance and financial delivery in line with the approved business plans.
- (c) To exercise decisions where delegated by Cabinet over "reserved matters" contained in the Articles of Association where company, partnership or charity is incorporated or a partnership agreement; for example to appoint/dismiss directors.
- (d) To make recommendations to Cabinet in relation to investments, loans and assets.
- (e) To manage interactions with the Council and the Council's companies, partnerships and charities, and with each other.
- (f) To review any reports in relation to the Council's companies, partnerships or charities prior to their submission to the Audit Committee.
- (g) To determine for each individual company, partnership or charity whether the Shareholder Cabinet Committee wishes to delegate any functions to the officers of the Council.

All other matters not falling within the remit of the Shareholder Cabinet Committee functions set out at a) to g) above will be referred to Cabinet for decision.

Functions Reserved to Cabinet

Cabinet will retain responsibility for the following functions in relation to the Council's companies, partnerships and charities:

- (a) The establishment of any new company, partnership or charity.
- (b) The decommission/winding up of existing companies, partnerships and charities.
- (c) The determination of Articles of Association.
- (d) The determination of the percentage share of ownership.
- (e) The determination of the investment of funds or assets.
- (f) The determination of any lending facilities to the Council's companies, partnerships and charities.
- (g) The determination of Reserved Matters for example appointment or dismissal of directors unless delegated to the Shareholder Cabinet Committee
- (h) Scheme of delegations to the Shareholder Cabinet Committee .

Membership

The Shareholder Cabinet Committee will comprise five Cabinet Members to be determined by the Leader annually. The Chairman and Vice-Chairman of the Committee will also be appointed by the Leader on an annual basis.

Addition to the Audit Committee Terms of Reference

To consider reports in relation to the performance of the Council's companies, alongside comments from the Shareholder Cabinet Committee.

Amendment to the Executive Procedure Rules

1.2 Delegation by the Leader

(c) the terms of reference and constitution of any executive committees, the names of Cabinet Members appointed to them, and the appointment of the Chairman and Vice-Chairman of any executive committee.