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**Appointments to the Shareholders Committee**

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|----------------------------------------------------------------------------------------------------------|--------------------------------------------------|---------------------------------------------------------------|------------------|
| Relevant Portfolio Holder                                                                                |                                                  | Councillor K. J. May                                          |                  |
| Portfolio Holder Consulted                                                                               |                                                  |                                                               |                  |
| Relevant Assistant Director                                                                              |                                                  | Assistant Director Legal, Democratic and Procurement Services |                  |
| Report Author: Jess Bayley-Hill                                                                          | Job Title: Principal Democratic Services Officer | Contact email: jess.bayley-hill@bromsgroveandredditch.gov.uk  | Tel: 01527 64252 |
| Wards Affected                                                                                           |                                                  | No specific ward relevance                                    |                  |
| Ward Councillor(s) consulted                                                                             |                                                  | N/A                                                           |                  |
| Relevant Council Priority                                                                                |                                                  | Sustainability                                                |                  |
| Non-Key Decision                                                                                         |                                                  |                                                               |                  |
| If you have any questions about this report, please contact the report author in advance of the meeting. |                                                  |                                                               |                  |

**1. RECOMMENDATIONS**

**The Cabinet is asked to RECOMMEND that:-**

- 1) The updated Terms of Reference for the Shareholders Committee (Appendix 1) be approved;**

**The Cabinet is asked to RESOLVE that:-**

- 2) To nominate and agree four Members of the Cabinet to appoint to sit on the Shareholders Committee during the 2025/26 municipal year;**
- 3) To nominate and agree one of these four Members of the Cabinet to be the Chairman of the Shareholders Committee in the 2025/26 municipal year; and**
- 4) To nominate and agree one of these four Members of the Cabinet to be the Vice Chairman of the Shareholders Committee in the 2025/26 municipal year.**

**2. BACKGROUND**

- 2.1** The report invites the Cabinet to appoint Members to serve on the Shareholders Committee, including Members to serve as Chairman and Vice Chairman of the Committee, in the 2025/26 municipal year. In addition, the report also requests approval of the updated Terms of

Reference following the reduction in the number of Members appointed to the Cabinet at the Annual Council meeting held on 14<sup>th</sup> May 2025.

**3. OPERATIONAL ISSUES**

- 3.1 The Shareholders Committee is a key part of the governance structure for the Council company, Spadesbourne Homes Limited.
- 3.2 In line with national best practice, the Shareholders Committee has been established as a sub-committee of the Cabinet.
- 3.3 As a sub-Committee of the Cabinet, it is a responsibility of the Cabinet, rather than Council, to appoint Members to serve on the Shareholders Committee.
- 3.4 Members appointed to the Shareholders Committee are required to attend training in respect of their roles and responsibilities on this Committee if they have not previously attended training on this subject. Returning members of the committee are strongly encouraged to attend refresher training.
- 3.5 It is important to note that the Councillor appointed as the Chairman of the Shareholders Committee will be required to present an annual report to Council relating to the activities of Spadesbourne Homes Limited at the end of the municipal year. The Annual Report for 2025/26 will be the first such report to Council. No annual report will be produced for the 2024/25 municipal year because the company has only been operating since December 2024 and there has only been one meeting of the Committee to date.
- 3.6 At the Annual Council meeting held on 14<sup>th</sup> May 2025, the Leader appointed six members to the Cabinet for the 2025/26 municipal year. This was a reduced number compared to the previous municipal year, when seven members were appointed. Therefore, to reflect the smaller Cabinet, it is necessary to reduce the number of Members appointed to the Shareholders Committee for the municipal year 2025/26. The updated terms of reference have been attached at Appendix 1 to this report and reflect the changes to the number of Members. No further changes are proposed to the terms of reference.
- 3.6 Whilst only Cabinet members may be appointed to serve on the Shareholders Committee, the leader of all the political groups represented on the Council will also be invited to attend meetings of the Committee to participate in the debate, in line with requirements detailed in the Committee's terms of reference.

**4. FINANCIAL IMPLICATIONS**

- 4.1 There are no specific financial implications arising in respect of this report.

**5. LEGAL IMPLICATIONS**

- 5.1 The Council is the only Shareholder in Spadesbourne Homes Limited.
- 5.2 The powers of the Council as Shareholder are vested in the Cabinet assisted by the Shareholders Committee.

**6. OTHER - IMPLICATIONS**

**Local Government Reorganisation**

- 6.1 There are no specific implications for Local Government Reorganisation.

**Relevant Strategic Purpose**

- 6.2 This report supports the Council's priority of sustainability.
- 6.3 The appointment of Members to the Shareholders Committee will help to ensure that meetings of the Committee can take place consistently during the year and address any matters reserved to the authority as shareholder.

**Climate Change Implications**

- 6.2 There are no climate change implications.

**Equalities and Diversity Implications**

- 6.3 There are no equalities and diversity implications.

**7. RISK MANAGEMENT**

- 7.1 The risk arising from not appointing Members to the Shareholders Committee is that the authority will not be able to fulfil its obligations as shareholder in Spadesbourne Homes Limited. There is a risk that matters reserved to the shareholder could not then be addressed and this could undermine the sustainability of Spadesbourne Homes Limited.

**8. APPENDICES and BACKGROUND PAPERS**

**BROMSGROVE DISTRICT COUNCIL**

**Cabinet**  
**2025**

**Wednesday 18 June**

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**Background Papers**

Committee Terms of Reference in the Council's Constitution.