

## **Morehomes for the Bay – Rules for Shareholder Committee meetings**

### **Meetings arrangements**

1. Save as varied by these rules or contrary to the Companies Articles or Shareholder Agreement with the Council, meetings of the Shareholder Committee will be conducted in accordance (as reasonably applicable) with the Council's Cabinet Rules as contained in the Council's Constitution.
2. If there is a conflict between these rules and the Companies' Articles of Association, the Shareholder Agreement, then the Companies Articles of Association and Shareholder Agreement shall take precedence.
3. Meetings will be operated in accordance with the Local Authorities (Executive Arrangements) (Meetings and Access to Information) (England) Regulations 2012, requiring that:
  - a) Agendas are published 5 clear working days in advance of meetings, unless urgency rules apply.
  - b) Private meetings are notified 28 days in advance. Otherwise urgency rules will apply, requiring the agreement of the Chair of Scrutiny.
  - c) Key decisions will be notified 28 days in advance and will appear on the list of Forthcoming Key Decisions. Otherwise urgency rules will apply, requiring that the Chair of Overview and Scrutiny is informed (or if less than 5 clear days in advance, agrees).
  - d) Members of Council will be able to attend public and private parts of meetings unless otherwise notified.
  - e) Members of the public will be able to attend the public part of meetings.
4. Meetings of the Committee shall be held at least quarterly, and as frequently as is necessary for it to exercise its delegated functions
5. The quorum for Committee meetings shall be 3
6. Extraordinary meetings can be called at any time by the Chair or the Company's Board of Directors.
7. Substitutions will not be allowed
8. Meetings will also be attended by at least one Company Director and the Council's Representative (or a nominated officer in the event that the Council's Representative is not able to attend).

9. Democratic services will provide appropriate secretariat and governance support.
10. After each meeting the Chair will approve the minutes of the previous meeting.
11. Company Directors shall take responsibility and ownership of Shareholder Committee Reports.
12. Reports to the Shareholder Committee can be for decision, information and noting.
13. The Chair may nominate a Deputy who may perform all the functions of the Chair in their absence.
14. The Chair of the Shareholder Committee will preside. In the absence of the Chair the Deputy Chair will preside. In both the Chair and Deputy Chair's absence, then a person will be appointed to preside by those present.

### **Relationship to Overview and Scrutiny**

15. The Council's Overview and Scrutiny Committee retains its scrutiny function in relation to the LATCO Shareholder Committee. The O&S Committee will be able to call the LATCO Shareholder Committee and its advisors to account for the progress and performance of the LATCOs in accordance with a scrutiny provision of the Council's constitution.
16. Company Directors act in a way that is legally independent from the Council and their actions as company directors are not open to scrutiny in this way.