

Classification: Public

Key Decision: No

Gravesham Borough Council

Report to: Cabinet

Date: 11 September 2023

Reporting officer: Michelle Batstone, Corporate Change Manager

Subject: Rosherville Shareholder Advisory Board – Draft Terms of Reference

Purpose and summary of report:

To present the draft terms of reference for the Rosherville Shareholder Advisory Board to Members for approval.

Recommendations:

Members are requested to review and approve the draft terms of reference at appendix one subject to any agreed amendments.

Key Implications:	
Item	Implications
Legal	There are no legal implications associated with this report. Establishing terms of reference for the Board however, demonstrates good overall governance.
Finance and Value for Money	There are no specific financial and value for money implications arising from this report. Moving forward, the Rosherville Shareholder Advisory Board will however be responsible for maintaining oversight of the activities of the Rosherville Group of Companies and receiving performance reports.
Corporate Plan	#3 – PROGRESS an entrepreneurial authority; commercial in outlook and committed to continuous service improvement, underpinned by a skilled workforce and strong governance environment. Specifically, the following commitment: <i>Develop an entrepreneurial culture: deliver on commercial opportunities to generate income and provide a social impact.</i>
Climate Change	There are no specific climate change implications arising from this report.

1. Introduction

- 1.1 In February 2023, a report was presented to Full Council to provide the outcomes of the review of the governance structures surrounding the Rosherville commercial entities of the council.
- 1.2 The review suggested the introduction of a *Rosherville Shareholder Advisory Board* to ensure that the company can be held to account by the Shareholder (the council), and introducing regular reporting to the Advisory Board, rather than the ad-hoc reporting that was previously in place. It was agreed that the Advisory Board would be made up of representatives from the political parties making up the council. This suggestion was approved by Full Council.

2. Rosherville Shareholder Advisory Board

- 2.1 The membership of the *Rosherville Shareholder Advisory Board* has been confirmed as:
 - 2.1.1 Councillor Lenny Rolles (Chair) (L)
 - 2.1.2 Councillor Alison Williams (Vice-Chair) (L)
 - 2.1.3 Councillor Ektaveen Thandi (L)
 - 2.1.4 Councillor Samir Jassal (C)
 - 2.1.5 Councillor Benjamin Sizer (C)
- 2.2 To support the Members in their role on the Board, a draft set of Terms of Reference (ToR) have been prepared for consideration. These set out the arrangements for the Board along with the relationship the Board has with other committees and reporting requirements.
- 2.3 The draft Terms of Reference are shown at appendix one for Member consideration. The draft document was considered at the first meeting of the Rosherville Shareholder Advisory Board which was held on 02 August 2023; the document at appendix one is reflective of the discussions at the Advisory Board meeting and incorporates suggested changes.
- 2.4 Members are asked to approve the draft Terms of Reference, subject to any amendments agreed by Cabinet.

3. Appendices

- 3.1 The following documents are to be published with the report:
 - 3.1.1 Appendix One - Rosherville Shareholder Advisory Board Draft Terms of reference V1.4

4. Background Documents

- 4.1 The following background documents were used:
 - 4.1.1 Report to Full Council – 21 February 2023 - *Review of the Governance Framework for Rosherville Limited*

Lead Officer: Michelle Batstone

Email: michelle.batstone@gravesham.gov.uk

Secondary Implications	
Risk Assessment	The establishment of trading companies on behalf of the Council does present some risk; the key mitigation is ensuring that the correct governance framework is in place to ensure risks are considered and mitigated wherever possible. The formation of the Rosherville Shareholder Advisory Board assist in minimising the risks associated with trading companies to both the council, officers and Members alike.
Data Protection Impact Assessment	<i>A data protection impact assessment (DPIA) should be carried out at the start of any major project involving the use of personal data or if you are making a significant change to an existing process.</i>
	a. Does the project/change being recommended through this paper involve the processing of personal data or special category data or criminal offence data ? A definition of each type of data can be found on the Information Commissioner's Office website via the above links. No
	b. If yes to question a, have you completed and attached a DPIA including Data Protection Officer advice? N/A
	c. If no to question b, please seek advice from your nominated DPIA assessor or the Information Governance Team at gdpr@medway.gov.uk . N/A
Equality Impact Assessment	a. Does the decision being made or recommended through this paper have potential to cause adverse impact or discriminate against different groups in the community? If yes, please explain answer. No
	b. Does the decision being made or recommended through this paper make a positive contribution to promoting equality? If yes, please explain answer. No
	<i>In submitting this report, the Chief Officer doing so is confirming that they have given due regard to the equality impacts of the decision being considered, as noted in the table above</i>
Crime and Disorder	There are no crime and disorder implications arising from this report.
Digital and website implications	The company has a website established – www.roshervilleservices.co.uk – which is developed and kept up to date under a service level agreement with the council for Digital and IT Services.
Safeguarding children and vulnerable adults	There are no safeguarding children and vulnerable adults implications arising from this report.