



Reigate & Banstead
BOROUGH COUNCIL
Banstead | Horley | Redhill | Reigate



Executive

Schedule of decisions

29 March 2018

Date of Publication: **5 April 2018**

Final date for Call-in under Overview & Scrutiny Procedure Rule 15:
12 April 2018

Note: The Mayor has authorised the disapplication of the Call In procedure in relation to item 14 below.

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ITEM	RESPONSIBLE OFFICER
1. Minutes	-
RESOLVED that the minutes of the meeting held on 25 January 2018 be approved as a correct record and signed.	
2. Apologies for absence	-
Executive Members: Councillors Mrs N. Bramhall and E. Humphreys. Non-Executive Members: Councillor J.M Stephenson.	
3. Declarations of interest	-

Councillor Mrs R. Mill declared a personal interest in agenda items 6 and 13, Appointments to the Board of the Banstead Commons Conservators, because her husband was a Conservator (until 31 March 2018) and a nominee for a further term.

Councillor V.W. Broad declared a personal interest in agenda items 6 and 13, Appointments to the Board of the Banstead Commons Conservators, because he was a Conservator (until 31 March 2018) and a nominee for a further term.

Councillor V.W Broad declared a personal interest in agenda item 14, Pathway for Care: Next Steps, because he was friends with a potential investor.

John Jory, Chief Executive, indicated that, as he had been appointed, by Reigate and Banstead Borough Council, as a Director for Pathway for Care Ltd, he would not take part in item 14, Pathway for Care: Next Steps.

4. Revised Contract Procedure Rules

Head of Corporate
Policy, Performance
and Legal

RECOMMENDED that:

- (i) The revised Contract Procedure Rules be approved;**
- (ii) The Monitoring Officer be authorised to amend the Constitution to include the revised Contract Procedure Rules;**
- (iii) The Monitoring Officer be authorised, in consultation with the Executive Member for Finance and the Chief Finance Officer, to undertake any minor amendments to the Contract Procedure Rules as may be necessary to comply with any future legislative requirements;**
- (iv) The Monitoring Officer be authorised, in consultation with the Executive Member for Finance and the Chief Finance Officer, to undertake any minor and administrative amendments to the Contract Procedure Rules as may be necessary to achieve internal practical implementation and compliance.**

Reason for decision:

To ensure legal and administrative compliance.

Alternative options:

To reject or request amendments to the Contract Procedure Rules.

5. Treasury Management Strategy 2018/19

Head of Finance

RECOMMENDED that the Treasury Management Strategy for 2018/19 be approved.

RESOLVED that the comments of the Overview and Scrutiny Committee be noted.

Reason for decision:

To adopt a Treasury Management Strategy for the 2018/19 financial period.

Alternative options:

To not support the contents of the report or to defer it and ask Officers to provide more information and/or clarification on specific points.

6. Appointments to the Board of the Banstead Commons Conservators

Head of Health and Wellbeing

RESOLVED that Councillor G. Curry be appointed and Councillor V.W. Broad and Mr J.C. Mill be reappointed to fill the three positions that had come to the end of their term for a three year period to 2021.

Reason for decision:

To ensure that positions on the Board of the Banstead Commons Conservators were suitably filled.

Alternative options:

To appoint other applicants or to seek new nominations.

7. Overview and Scrutiny Committee Work Programme 2018/19

Head of Corporate Policy, Performance and Legal

RECOMMENDED that the Overview and Scrutiny Committee work programme for 2018/19 be adopted.

Reason for decision:

To agree a work programme for the Overview and Scrutiny Committee for the 2018/19 Municipal Year.

Alternative options:

To add to or not adopt the Overview and Scrutiny Committee work programme for 2018/19.

8. Quarterly Performance Report (Q3 2017/18)

Management Team

RESOLVED that the performance outlined in the quarterly performance report to December 2017 be noted and the revised Key Performance Indicators for 2018/19 and Strategic Risks for 2018/19 be approved.

Reason for decision:

To consider the performance for the third quarter of the financial year 2017/18 and to ensure appropriate arrangements for performance and risk were in place for 2018/19.

Alternative options:

None.

9. Property Acquisitions

Head of Property

There was no business to be considered under this agenda item.

10. Statements

-

John Jory, Chief Executive, informed the Executive that, at the end of the financial year, he was very pleased with the performance of services across the organisation and highlighted the healthy underspend on the revenue budget. Mr Jory placed on record his thanks to staff and paid tribute to Gavin Handford, Head of Corporate Policy, Performance and Legal, for work undertaken as the Council's Monitoring Officer, and to Jocelyn Convey, Head of Finance, for work delivered as the Council's Chief Finance Officer.

11. Any Other Urgent Business

-

None.

12. Exempt Business

-

RESOLVED that members of the Press and public be excluded from the meeting for the following items of business under Section 100A(4) of the Local Government Act 1972 on the grounds that: (i) it involves the likely disclosure of exempt information as defined in paragraph 3 of Part 1 of Schedule 12A of the Act; and, (ii) the public interest in maintaining the exemption outweighs the public interest in disclosing the information.

13. Appointments to the Board of the Banstead Commons Conservators

Head of Health and Wellbeing

RESOLVED that the exempt information in relation to the Banstead Commons Conservators set out in the report be noted.

14. Pathway for Care: Next Steps

Head of Finance /
Head of Corporate
Policy, Performance
and Legal

RESOLVED that:

- (i) The Council purchase the remaining shareholding in Pathway for Care from T7 Group for a nominal value set out in the report;
- (ii) The Council receive 1,100,000 redeemable preference shares in Pathway for Care in exchange for the debt currently owed to the Council and the Finance Director be authorised to complete this transaction;
- (iii) The proposal to split all activities of Pathway for Care into 2 companies (the existing company Pathway for Care and a new digital monitoring company) and secure external investment for these companies be supported;
- (iv) The proposal for the Directors of Pathway for Care to transfer appropriate assets, contracts and liabilities to the digital monitoring company be noted;
- (v) The Council subscribe for 80% of the digital monitoring company 'B' shares representing 40% of the digital

monitoring company's share capital;

- (vi) The Finance Director be authorised, in consultation with the Executive Member for Finance and the Head of Legal, to agree the terms of, finalise and sign all documents required to complete the purchase and sale of shares as set out in the report and summarised as follows:
 - i. Purchase of Pathway for Care shares from T7;
 - ii. Sale of 70% of Pathway for Care shares to private sector investor;
 - iii. Sale of 10% of Pathway for Care shares to Director A;
 - iv. Sale of 10% of Pathway for Care shares to Director B;
 - v. Subscription for 80% of the digital monitoring company 'B' shares representing 40% of digital monitoring company's share capital;
- (vii) Subject to advice from the Head of Legal and Finance Director, the Deputy Leader of the Council be mandated to make all shareholder decisions required to complete the transactions set out in the recommendations of this report, including:
 - i. Any new shareholder agreements
 - ii. Any new Articles of Association
 - iii. Any new Director appointments
 - iv. Any other matters reserved for shareholder consideration
- (viii) In the event that the transactions to secure investment in the digital monitoring company are not able to proceed before or on the same date as Pathway for Care transactions, the Finance Director, in consultation with the Deputy Leader of the Council and the Head of Legal, be authorised to:
 - i. Establish appropriate corporate governance structures for the digital monitoring company, including Articles of Association and Shareholder Agreement
 - ii. Determine any shareholder decisions as required
 - iii. Appoint Directors to the digital monitoring company for the purpose of finalising and agreeing investment
 - iv. Provide a loan of up to £15,000 to fund working capital of the digital monitoring company to continue operating whilst investment is finalised

In order to support the completion of Pathway for Care

transactions. If these actions are required, the Head of Finance provide a report on options for the digital monitoring company to the next meeting of the Executive.

- (ix) The comments of the Overview & Scrutiny Committee be noted and in particular the suggestion to consult with Members and Officers to consider the lessons learned from its experience with the company;
- (x) The Overview & Scrutiny Committee be thanked for their thorough consideration of the report; and
- (xi) The Monitoring Officer be requested to review the Council's experience with the company as part of a wider governance review, with the support of a Member Working Group.

Reason for decision:

The Council, as majority shareholder, must agree any investment proposals and changes to share ownership that result.

Alternative options:

To reject the recommendations, and for the Council to retain majority ownership, and either increase the loan to Pathway for Care or reject the recommendations with no increase or delay making a decision to enable further negotiations.

15. Property Acquisitions

Head of Property

There was no exempt business to be considered under this agenda item.

Meeting closed at 8.28 pm

Distribution (Electronically):

All Councillors (eMembers Room) and Management Team including the Chief Executive, S151 Officer, Monitoring Officer and Communications and Information Manager