

Thurrock: An ambitious and collaborative community which is proud of its heritage and excited by its diverse opportunities and future

General Services Committee

The meeting will be held at **6.00 pm** on **17 December 2020**

Due to current government guidance on social-distancing and the COVID-19 virus, this meeting will not be open for members of the public to attend. Arrangements have been made for the press and public to watch the meeting live via the Council's online webcast channel: www.thurrock.gov.uk/webcast

Council Chamber, Civic Offices, New Road, Grays, Essex, RM17 6SL

Membership:

Councillors Robert Gledhill (Chair), John Kent (Vice-Chair), Gary Byrne, Mark Coxshall, Shane Hebb, Fraser Massey and Bukky Okunade

Substitutes:

Councillors Jack Duffin, Tony Fish, Oliver Gerrish, James Halden, Andrew Jefferies and Barry Johnson

Agenda

Open to Public and Press

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1 Apologies for Absence	
2 Minutes	5 - 8
To approve as a correct record the minutes of General Services Committee meeting held on 9 November 2020 and 16 November 2020.	
3 Items of Urgent Business	
To receive additional items that the Chair is of the opinion should be considered as a matter of urgency, in accordance with Section 100B	

(4) (b) of the Local Government Act 1972.

4 Declarations of Interests

5 Thurrock Regeneration Limited

9 - 12

Queries regarding this Agenda or notification of apologies:

Please contact Matthew Boulter, Democratic & Governance Services Manager and Deputy Monitoring Officer by sending an email to Direct.Democracy@thurrock.gov.uk

Agenda published on: **9 December 2020**

Information for members of the public and councillors

Access to Information and Meetings

Due to current government guidance on social-distancing and the COVID-19 virus, council meetings will not be open for members of the public to physically attend. Arrangements have been made for the press and public to watch council meetings live via the Council's online webcast channel: www.thurrock.gov.uk/webcast

Members of the public have the right to see the agenda, which will be published no later than 5 working days before the meeting, and minutes once they are published.

Recording of meetings

This meeting will be live streamed and recorded with the video recording being published via the Council's online webcast channel: www.thurrock.gov.uk/webcast

If you have any queries regarding this, please contact Democratic Services at Direct.Democracy@thurrock.gov.uk

Guidelines on filming, photography, recording and use of social media at council and committee meetings

The council welcomes the filming, photography, recording and use of social media at council and committee meetings as a means of reporting on its proceedings because it helps to make the council more transparent and accountable to its local communities.

Thurrock Council Wi-Fi

Wi-Fi is available throughout the Civic Offices. You can access Wi-Fi on your device by simply turning on the Wi-Fi on your laptop, Smartphone or tablet.

- You should connect to TBC-CIVIC
- Enter the password **Thurrock** to connect to/join the Wi-Fi network.
- A Terms & Conditions page should appear and you have to accept these before you can begin using Wi-Fi. Some devices require you to access your browser to bring up the Terms & Conditions page, which you must accept.

The ICT department can offer support for council owned devices only.

Evacuation Procedures

In the case of an emergency, you should evacuate the building using the nearest available exit and congregate at the assembly point at Kings Walk.

How to view this agenda on a tablet device



You can view the agenda on your [iPad](#), [Android Device](#) or [Blackberry Playbook](#) with the free modern.gov app.

Members of the Council should ensure that their device is sufficiently charged, although a limited number of charging points will be available in Members Services.

To view any “exempt” information that may be included on the agenda for this meeting, Councillors should:

- Access the modern.gov app
- Enter your username and password

DECLARING INTERESTS FLOWCHART – QUESTIONS TO ASK YOURSELF

Breaching those parts identified as a pecuniary interest is potentially a criminal offence

Helpful Reminders for Members

- *Is your register of interests up to date?*
- *In particular have you declared to the Monitoring Officer all disclosable pecuniary interests?*
- *Have you checked the register to ensure that they have been recorded correctly?*

When should you declare an interest *at a meeting*?

- **What matters are being discussed at the meeting?** (including Council, Cabinet, Committees, Subs, Joint Committees and Joint Subs); or
- If you are a Cabinet Member making decisions other than in Cabinet **what matter is before you for single member decision?**



Does the business to be transacted at the meeting

- relate to; or
- likely to affect

any of your registered interests and in particular any of your Disclosable Pecuniary Interests?

Disclosable Pecuniary Interests shall include your interests or those of:

- your spouse or civil partner's
- a person you are living with as husband/ wife
- a person you are living with as if you were civil partners

where you are aware that this other person has the interest.

A detailed description of a disclosable pecuniary interest is included in the Members Code of Conduct at Chapter 7 of the Constitution. **Please seek advice from the Monitoring Officer about disclosable pecuniary interests.**

What is a Non-Pecuniary interest? – this is an interest which is not pecuniary (as defined) but is nonetheless so significant that a member of the public with knowledge of the relevant facts, would reasonably regard to be so significant that it would materially impact upon your judgement of the public interest.

Pecuniary

If the interest is not already in the register you must (unless the interest has been agreed by the Monitoring Officer to be sensitive) disclose the existence and nature of the interest to the meeting

If the Interest is not entered in the register and is not the subject of a pending notification you must within 28 days notify the Monitoring Officer of the interest for inclusion in the register

Unless you have received dispensation upon previous application from the Monitoring Officer, you must:

- **Not participate or participate further in any discussion of the matter at a meeting;**
- **Not participate in any vote or further vote taken at the meeting; and**
- **leave the room while the item is being considered/voted upon**

If you are a Cabinet Member you may make arrangements for the matter to be dealt with by a third person but take no further steps

Non- pecuniary

Declare the nature and extent of your interest including enough detail to allow a member of the public to understand its nature



You may participate and vote in the usual way but you should seek advice on Predetermination and Bias from the Monitoring Officer.

Our Vision and Priorities for Thurrock

An ambitious and collaborative community which is proud of its heritage and excited by its diverse opportunities and future.

1. **People** – a borough where people of all ages are proud to work and play, live and stay
 - High quality, consistent and accessible public services which are right first time
 - Build on our partnerships with statutory, community, voluntary and faith groups to work together to improve health and wellbeing
 - Communities are empowered to make choices and be safer and stronger together

2. **Place** – a heritage-rich borough which is ambitious for its future
 - Roads, houses and public spaces that connect people and places
 - Clean environments that everyone has reason to take pride in
 - Fewer public buildings with better services

3. **Prosperity** – a borough which enables everyone to achieve their aspirations
 - Attractive opportunities for businesses and investors to enhance the local economy
 - Vocational and academic education, skills and job opportunities for all
 - Commercial, entrepreneurial and connected public services

Minutes of the Meeting of the General Services Committee held on 9 November 2020 at 6.00 pm

- Present:** Councillors John Kent (Vice-Chair), Mark Coxshall, Fraser Massey, Bukky Okunade, James Halden (Substitute) (substitute for Shane Hebb) and Barry Johnson (Substitute) (substitute for Robert Gledhill)
- Apologies:** Councillors Robert Gledhill and Shane Hebb
- In attendance:** Mr David Weir, Recruitment Consultant – Tile Hill
Mr Ben Cox, Recruitment Consultant – Penna
Lyn Carpenter, Chief Executive
Jackie Hinchliffe, Director of HR, OD & Transformation
Andrew Millard, Director of Place
Mykela Pratt, Strategic Lead HR, Resourcing and Improvement
Matthew Boulter, Democratic Services Manager
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60. Minutes

The minutes of the General Services Committee meeting held on 26 October 2020 were approved as a correct record.

61. Items of Urgent Business

There were no items of urgent business.

62. Declarations of Interests

There were no declarations of interest.

63. Short-list Recruitment for Corporate Director of Adults, Housing and Health

At 6.04pm the Committee agreed to enter exempt session due to the need to discuss personal information relating to candidates for the posts listed.

The Committee discussed the shortlist for the post of Corporate Director of Adults, Housing and Health.

RESOLVED That three candidates are progressed to interview.

64. Short-list Recruitment for Assistant Director Economic Growth and Partnerships

The Committee discussed the shortlist for the post of Assistant Director Economic Growth and Partnerships.

RESOLVED That two candidates are progressed to interview.

The meeting adjourned at 6.24 pm

Approved as a true and correct record

CHAIR

DATE

Any queries regarding these Minutes, please contact Democratic Services at Direct.Democracy@thurrock.gov.uk

Minutes of the Meeting of the Reconvened General Services Committee held on 16 November 2020 at 9.30 am

Present: Councillors John Kent (Vice-Chair), Mark Coxshall, Fraser Massey, Bukky Okunade, James Halden (Substitute) (substitute for Shane Hebb) and Barry Johnson (Substitute) (substitute for Robert Gledhill)

Apologies: Councillors Robert Gledhill and Shane Hebb

In attendance: Mr Anthony Lewis, Recruitment Consultant: Tile Hill
Mr Ben Cox, Recruitment Consultant: Penna
Jackie Hinchliffe, Director of HR, OD and Transformation
Mykela Pratt, Strategic Lead HR, Resourcing and Improvement
Lyn Carpenter, Chief Executive (for item 65 only)
Andrew Millard, Director of Place (for item 66 only)

65. Interviews for Corporate Director of Adults, Housing and Health

The Committee interviewed candidates.

RESOLVED To recommend to Full Council the appointment of Ian Wake as the permanent Corporate Director Adults, Housing and Health.

66. Interviews for Assistant Director Economic Growth and Partnerships

The Committee interviewed Candidates.

RESOLVED To recommend to Full Council the appointment of Gerard McCleave as the permanent Assistant Director Economic Growth and Partnerships.

The meeting finished at 4.50 pm

Approved as a true and correct record

CHAIR

DATE

Any queries regarding these Minutes, please contact
Democratic Services at Direct.Democracy@thurrock.gov.uk

17 December 2020	ITEM: 5
General Services Committee	
Thurrock Regeneration Limited	
Wards and communities affected: All	Key Decision: Key
Report of: Mark Coxshall, Portfolio Holder for Regeneration and Strategic Planning	
Accountable Assistant Director: Anna Eastgate, Assistant Director Lower Thames Crossing & Project Delivery	
Accountable Director: Andrew Millard, Director of Place	
This report is Public	

Executive Summary

Thurrock Regeneration Ltd (TRL) was originally set up as a wholly owned company under the name of Gloriana Thurrock Ltd. on 23rd October 2013. The company's name was changed to Thurrock Regeneration Ltd (TRL) on 23rd November 2017. On the 29th March 2017, TRL set up a subsidiary company under the name of Thurrock Regeneration Homes Ltd (TRHL).

TRL is wholly owned by Thurrock Borough Council (TBC) whereas TRHL is wholly owned by TRL. Within the Council, the General Services Committee is the shareholder of TRL.

TRL had a Board of Directors which was comprised of 3 Council officers and 1 external party (Homes England). Over the last few months, all the Directors have resigned from their posts. There is a need to have a director in place for operational reasons of the company hence the need for this report.

In the absence of any Directors, the decision making reverts to the Shareholder to appoint a new Director(s).

This report nominates the Director of Place to vote on behalf of the shareholder as its nominated proxy at the appropriate TRL Shareholder meeting to appoint a new Director.

1. Recommendation(s)

- 1.1 **That the Committee appoints the Director of Place to attend the Shareholders meeting of TRL as the Council's nominated proxy;**

- 1.2 **That the Committee directs the Director of Place to vote on behalf of the shareholder to:**
 - 1.2.1 **approve the change to the TRL Articles of Association; and**
 - 1.2.2 **appoint Roger Harris as a Director to TRL.**

- 1.3 **That the Committee authorises the Director of Place to write to TRL on behalf of the Shareholder and request that it uses its shareholder powers to ensure that:**
 - 1.3.1 **a change is made to the TRHL Articles of Association; and**
 - 1.3.2 **Roger Harris be appointed as a Director of TRHL**

2. Introduction and Background

- 2.1 TRL was incorporated as a Limited Company on 23rd October 2013, and formally agreed by Cabinet on 13 November 2013. It is 100% owned by the Council.

- 2.2 The company had a Board of Directors which was comprised of 3 Council officers and 1 external party (from Homes England). All Directors have recently resigned from the Board, principally due a conflict of interest with their own Council roles, one being a change of role within the Council which led to a specific and direct conflict. Officers have a duty to act in accordance with the Constitution and the employee Code of Conduct. As Directors, they also have a legal duty under the Companies Act 2006 to act in the best interests of the Company. There is a significant risk of a conflict between the two which often cannot be reconciled.

- 2.3 It is not considered that Roger Harris will have the same conflict of interest as the previous board. This is because the role is interim in nature and is required for specific operational decisions needed for the company such as the filing of accounts.

3. Issues, Options and Analysis of Options

- 3.1 In the absence of company directors, decision making in a company reverts to its Shareholder which in this instance is the Council, with the General Service Committee undertaking decisions on behalf of the Council.

- 3.2 The Articles of Association define the regulations for the operation of the company and define the purpose of the company. In the case of both companies, the Articles of Association currently stipulate a requirement for two directors.

- 3.3 In order to appoint a single director (even on a temporary basis) there is a need to make a change to the Articles of Association. This would be undertaken at a shareholders meeting at which the Committee is asked to

nominate the Director of Place to attend and vote on its behalf to change the Articles of Association to permit a change to a single director.

- 3.4 Once the resolution is passed to change the Articles of Association, a single director can then be appointed to the TRL board. The Committee is therefore also asked to nominate the Director of Place to vote in this regard.
- 3.5 TRL is the sole shareholder of TRHL, therefore the Council does not have direct powers to control the appointment of its directors, although as the sole shareholder of TRL it is in a position to give directions to TRL to enable the implementation of change at TRHL.
- 3.6 Changing the Articles of Association does not preclude them from being changed back at a point in the future once the new operating model is agreed and implemented.
- 3.7 It is proposed that Roger Harris becomes the director of both TRL and THRL for the time being.
- 3.8 Once the resolutions have been passed at a shareholder meeting, there will be a need to file information at Companies House to comply with the requirements of the Companies Act 2006. The Company Secretary will therefore file the appropriate paperwork after the meeting.

4. Reasons for Recommendation

- 4.1 There is a need for a director to be appointed for the effective and proper decision making required to operate TRL effectively.
- 4.2 The Company accounts need to be signed by a Director and filed at Companies House by 31st December 2020.

5. Consultation (including Overview and Scrutiny, if applicable)

- 5.1 A report relating to Housing Delivery options was considered at Housing Overview and Scrutiny Committee on 17 November 2020

6. Impact on corporate policies, priorities, performance and community impact

- 6.1 The proposed approach to the development of new housing aligns closely with the Council's Vision and Priorities adopted in 2018. In particular it resonates with the "Place" theme which focuses on houses, places and environments in which residents can take pride.

7. Implications

7.1 Financial

Implications verified by: **Jonathan Wilson**
Assistant Director, Finance

There are no specific financial implications arising from this report.

7.2 Legal

Implications verified by: **Ian Hunt**
**Assistant Director of Law and Governance and
Monitoring Officer**

The report sets out the process to make an amendment to the Articles of Association to permit the appointment of a single Director as an interim measure. Whilst it is lawful for the Company to operate with a single Director (once the articles are changed) it is advisable that the future operating model of the company is looked at as soon as possible to increase the number of directors on the board to provide more resilience and improved accountability in decision making.

7.3 Diversity and Equality

Implications verified by: **Roxanne Scanlon**
**Community Engagement and Project
Monitoring Officer, Community Development
and Equalities**

There are no Diversity and Equality implications arising from this report.

7.4 Other implications (where significant) – i.e. Staff, Health, Sustainability, Crime and Disorder)

Not applicable

8. Background papers used in preparing the report (including their location on the Council's website or identification whether any are exempt or protected by copyright):

- Articles of Association filed at Companies House

Report Author:

Anna Eastgate

Assistant Director Lower Thames Crossing & Project Delivery, Place