

Decision Recording Form

**Decision determined at Cabinet meeting
on 15 December 2015**

Decision will come into effect on 23 December
(subject to any call-in referral before that date)

- (a) **Subject:** **Business Planning Update on Companies which the Council wholly own, and Governance of Managing those Companies**
(agenda item 5)
- (b) **Ward:** Citywide
- (c) **Decision taker:** George Ferguson, Mayor

Cabinet members present:

George Ferguson, Mayor

Cllr Simon Cook, Assistant Mayor for Place

Cllr Daniella Radice, Assistant Mayor for Neighbourhoods

Cllr Brenda Massey, Assistant Mayor for People

(d) **Declarations of interest:**

None

(e) **Decision taken by the Mayor,**

1. That the business plans of the principal trading companies, in which an interest is held, be considered and approved, being:
 - 1.1. Bristol Energy & Technology Services (Supply) Limited (company number 09135084) attached as Appendix 1 of the report ;
 - 1.2. Bristol Waste Company Limited (company number 09472624) attached as Appendix 2 of the report; and
 - 1.3. Bristol Technology and Energy Services Limited (company number 09485669) attached as Appendix 3 of the report.
2. That a Code of Practice for the Governance of Council Interests in

Companies, as attached at Appendix A of the report, be adopted and in so doing:

- 2.1. the establishment and terms of reference for the Shareholder Group and decision making process for company matters be noted; and
 - 2.2. wherever appropriate and possible, ownership of the Council's interest in companies should be managed through a single holding company.
3. Accordingly, the following changes be made to the Council's wholly owned companies, such that:
- 3.1. the name of the company, number 09485669, be changed from Bristol Technology and Energy Services Limited to Bristol Holding Limited (and which is referred to in the remainder of these recommendations and this report by that proposed new name);
 - 3.2. the authority's interest in Bristol Waste Company Limited (company number 09472624) be transferred from the Council to Bristol Holding Limited;
 - 3.3. where considered appropriate and possible following any review of the Council's interests in companies, ownership of the Council's interests in other companies also be transferred to be managed through Bristol Holding Limited;
 - 3.4. the Shareholder Agreement with Bristol Holding Limited be adopted, subject to agreement, as set out at Appendix C of the report; and the Director of Legal Services be granted delegated authority to agree the final version;
 - 3.5. the memorandum and articles of association of Bristol Holding Limited, Bristol Energy & Technology Services (Supply) Limited and Bristol Waste Company Limited be revised as set out at Appendix D of the report and the Director of Legal Services be granted delegated authority to agree the final version;
4. That the agreement for the Bristol Waste Company Limited to continue to provide waste services to the Council be extended until November 2018 and the outcome of a review of the future of the services to be reported to Cabinet by July 2016.
5. That Appendix E of the report be approved which set out a unitary board of six directors, what post-holders they will be, who these currently are and what their role will be on that unitary board.

Note, in taking this decision, the Mayor indicated that he was exercising responsibility for his function on behalf of the Council as corporate shareholder of the companies which the council wholly own.

(f) Other options considered and rejected:

As set out in the exempt report

(g) Exempt information?

Yes – the report was not for publication by virtue of Part 1 of Schedule 12(A) of the Local Government Act 1972, paragraph 3 (Information relating to the financial or business affairs of any particular person, including the authority holding that information) and the public interest in maintaining the exemption outweighed the public interest in disclosing the document.

(h) Decision made in exempt session?

Yes, the consideration of this item was held in exempt session under category 3 of Part 1 of Schedule (12 A) of the Local Government Act 1972 (see g above)

(i) Additional information at the meeting /documents taken into account:

1. One Councillor statement – a response was given by the Mayor at the meeting
2. A document setting out responses to questions raised by Overview and Scrutiny Management Board when it met to consider this report in exempt session on 24th November 2015.
3. A further recommendation was put forward which delegated authority to the Director of Legal Services to agree the final versions of both the shareholder agreement and the articles of association of the companies.
4. A new Appendix E was circulated which set out a unitary board of six directors, what post-holders they will be, who these currently are and what their role will be on that unitary board.
5. In taking this decision the Mayor indicated that he had also taken on board comments of the Shareholder Advisory Group which met earlier that day and included the Chair of Overview and Scrutiny Management Board as an informed observer.

(j) Reason for decision:

As set out in the exempt report.

Signed : **Date :**
(Deputy Mayor)