

MINUTES
OF A MEETING OF THE
SHAREHOLDER EXECUTIVE COMMITTEE

held on 23 July 2024

Present:

Cllr A-M Barker (Chair)

Cllr I Johnson	Cllr D Roberts
Cllr L Lyons	Mrs C Storey
Cllr E Nicholson	

1. APOLOGIES FOR ABSENCE

Apologies for absence were received from Councillor Forster.

2. DECLARATIONS OF INTEREST

In accordance with the Officer Employment Procedure Rules, the Strategic Director – Corporate Resources, Kevin Foster, declared a disclosable personal interest (non-pecuniary) in any items concerning the companies of which he was a Council-appointed director. The interests were such that Mr Foster could advise the Executive on those items.

In accordance with the Officer Employment Procedure Rules, the Strategic Director – Communities, Louise Strongitharm, declared a disclosable personal interest (non-pecuniary) in any items concerning the companies of which she was a Council-appointed director. The interests were such that Mrs Strongitharm could advise the Executive on those items.

3. MINUTES

RESOLVED

That the minutes of the meetings of the Shareholder Executive Committee held on 20 May and 27 June 2024 be approved and signed as true and correct records.

4. URGENT BUSINESS

There were no items of Urgent Business under Section 100B(4) of the Local Government Act 1972.

5. REPORT OF THE SHAREHOLDER LIAISON SERVICE

The Leader welcomed the representatives from ThamesWey Ltd and Victoria Square Woking Ltd (VSWL) to the meeting. The Committee received the Part 1 report from the Shareholder Liaison Service which stated that the reports brought by the companies to the

meeting were the annual business plan for ThamesWey and the monthly requirements relating to business records for ThamesWey and VSWL.

RESOLVED

That the report be received.

6. THAMESWEY BUSINESS PLAN OVERVIEW

As part of the circulated agenda pack, the SEC received powerpoint slides on the ThamesWey Business Plan from Alan Collett, Chairman, and Mark Rolt, Chief Executive Officer. Alan Collett took the Committee through the slides which set out information on the five key objectives for the ThamesWey Group; the focus of the Business Plan; the Milton Keynes district energy network; the Woking energy network; the residential part of the business; corporate matters; and finance and risk.

It was highlighted that a new Board member would be recruited in the Autumn to assist with customer service in the residential sector; and that work was taking place to consider how the legal structure of the entities comprising the ThamesWey Group could be simplified as a part of maximising best value for the Shareholder.

The Committee noted that it was expected that the Canalside development should be completed by the end of Quarter 1 2025. The yellow phase was under construction and the remainder of the development was occupied. The ThamesWey Board was reviewing the 'cost to serve' of its residential offer to optimise its profitability. In relation to Brookwood Lye, a further planning application had been developed and, following changes requested by the Local Planning Authority it was expected that it would be formally submitted by the end of July 2024. The timeframe for the identification and disposal of core and non-core assets would be a period of six months. It was noted that the Council's Internal Auditors, Mazars, were conducting an audit of financial controls at ThamesWey, which currently had no internal audit function.

A paper would be submitted to the Shareholder Liaison Service on the Heat Network Improvement Programme, for which DESNZ had awarded ThamesWey a low interest loan of £9m to enable the heat networks to expand south of the railway and join the Poole Road and Victoria Way networks together, which would improve the carbon position and should lead to more customers and revenue. Investment would continue to be required as the trend of energy networks was to move away from natural gas towards electricity and heat pumps.

RESOLVED

That the Business Plan Overview be received.

7. WORK PROGRAMME

It was noted that the Shareholder Liaison Service would consider the addition of papers on the Heat Networks Improvement Programme and Rent Restructuring to future meetings of the Committee.

RESOLVED

That the Work Programme be received.

8. EXCLUSION OF THE PRESS AND PUBLIC

RESOLVED

That the press and public be excluded from the meeting during consideration of items 9 and 12 in view of the nature of the proceedings that, if members of the press and public were present during these items, there would be disclosure to them of exempt information as defined in paragraph 3 of Part 1 of Schedule 12A, to 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).

9. VICTORIA SQUARE PERFORMANCE REPORT

The SEC received the performance report from Jane Wynne, Chair, Tim Wells, Chief Executive Officer, and Elisabeth Hill, Finance Director which had been circulated as part of the agenda pack.

RESOLVED

That the performance report be received.

10. THAMESWEY PERFORMANCE REPORT

The SEC received the performance report from Alan Collett, Chair, and Mark Rolt, Chief Executive Officer which had been circulated as part of the agenda pack.

RESOLVED

That the performance report be received.

11. THAMESWEY BUSINESS PLAN 2024/25

The SEC received the ThamesWey Business Plan 2024/25, and noted that approval of the Plan would be considered under the next item on the agenda, the Part II report from the Shareholder Liaison Service.

RESOLVED

That the ThamesWey Ltd Business Plan be received.

12. REPORT OF THE SHAREHOLDER LIAISON SERVICE

(NOTE: No company representatives were present during the meeting for this item.)

Michael Hainge and Ian Edward introduced the Part II report of the Shareholder Liaison Service to the SEC, which included the recommendation that the ThamesWey Business Plan be approved subject to the below condition.

It was noted that both companies were seeking to meet the reporting requirements of the Companies Governance Framework, however further work was required and they were aware of the areas needed focus, for example some top level Key Performance Indicators

should be included. Regarding ThamesWey, it was noted that no progression of the rent restricting proposal should take place until the paper had been approved by the SEC.

Members discussed the information received at the meeting, both as part of the agenda pack and the points made verbally at the meeting, and agreed a response to the companies which was resolved accordingly.

RESOLVED

- That (i) the report be noted and further updates on companies reporting progress would be provided to the committee; and
(ii) the ThamesWey Ltd Business Plan be approved subject to assurance that the plan would be further developed over the next two months to provide the Council with detail on the planned timescale and measurable outcomes for the activities set out in the current plan.

This document was published on Wednesday, 24 July 2024 and the decisions within it will be implemented on Thursday, 1 August 2024, subject to call-in.

The meeting commenced at 7.00 pm
and ended at 9.50 pm

Chairman: _____

Date: _____