

## APPENDIX D

### Role Profile for NEHL Controlling Shareholder Representative

#### Key Purpose

To protect the interests of the Council as Controlling Shareholder Representative.

To act as a conduit between the Shareholder and the Company.

#### Expectations

1. To act with honesty and integrity in the delivery of their duties.
2. To actively communicate and collaborate with all required within the wider governance framework.
3. To build and maintain effective and transparent relationships with all parties.
4. To take personal accountability for own actions and decisions.
5. To take personal responsibility for own continuous improvement working collectively with other shareholder representatives where appropriate.
6. To actively work to promote and improve good working relationships between the Council and its companies.
7. To take appropriate action to avoid conflicts of interest arising especially in relation to the shareholder role and any client roles.

#### Duties

1. To ensure that the arms-length Company has the right level of timely support and challenge (at times supporting and at times challenging) as follows:

- **support** to deliver agreed objectives (decisions, relationships, engagement, strategic steer, access to resources and so on)

- **challenge** to minimise and/or mitigate risks to the Council and our shareholding

2. To balance the nature of challenge and support depending upon:

- Company objectives

- Specific context/timing – e.g. year end, business planning

- Nature of relationship (wholly owned, part owned, influenced) and NCC reserved matters

- Performance – financial and operational

- Risks and opportunities

3. To attend and play an active role at board meetings of the Company whilst recognising the authority to make decisions lies with the board of the Company.

4. To manage and maintain effective relationships between the Shareholder and the Company, ensuring not to influence Directors or voting outcomes.
5. To gain an understanding of roles and responsibilities across the wider governance framework and the potential for conflicts of interest.
6. To appropriately feedback any concerns of the Shareholder to the Company and vice versa.
7. To feedback and pass information and communications between the Shareholder and the Company.
8. To report quarterly back to the Cabinet on the performance of the Company.
9. To review board decisions and actions ensuring Directors do not go beyond the remit of their powers and to provide Shareholder consent - or directions by way of written resolution - where required, in consultation with the Leader and / or the Portfolio Holder for Corporate Services.
10. To establish and maintain early warning systems to flag issues, risks and any issues of concern as quickly as possible.
11. The Controlling Shareholder Representative will be appointed by the Leader and will not be a Company Director.
12. To provide quarterly reports on the operational and financial performance of the company to Cabinet.

### **Knowledge, Skills and Experience**

- Ability to promote the interests of an organisation and engaging partners/customers in strategic vision and service delivery.
- A good understanding of performance management and developing performance management systems/approaches.
- Good financial and commercial understanding and awareness.
- Strong analytical skills and a creative approach to problem solving.
- Experience of developing and maintaining positive relationships with all relevant stakeholders.
- Experience of handling conflict and managing sensitive issues to achieve positive outcomes.
- Well-developed communication skills – oral and written.