

Report of: Leader of the Council

Meeting of:	Date	Wards
Executive	19 March 2020	N/A

Delete as appropriate	Exempt	Non-exempt
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SUBJECT: APPOINTMENT OF DIRECTORS TO ISLINGTON LTD (iCo)**1 Synopsis**

- 1.1 Islington Ltd (trading as iCo) is the Council's commercial trading company, which has been established to generate income for the Council to help protect essential services. iCo is governed by a Board of Directors, which has previously included Executive Members, senior council officers, and a non-executive director.
- 1.2 Following personnel changes among officers and the Executive, it is proposed to appoint new directors to the iCo Board with immediate effect.

2 Recommendation

- 2.1 To agree the appointment of Cllr Rowena Champion, Cllr Satnam Gill, Keith Townsend and Caroline Wilson as directors of Islington Ltd.
- 2.2 That the appended Shareholder Resolution be signed by the Leader of the Council.

3 Background

- 3.1 iCo is governed by a Board of Directors. Cllrs Andy Hull and Claudia Webbe have resigned from the Board of Directors following their departure from the Executive. There are also currently vacancies on the Board following the departure of the previous Corporate Director of Environment and Regeneration and Director of Public Realm in 2019.

- 3.2 It is proposed to fill the vacancies on the iCo Board by appointing the following as directors of the company:
- Cllr Rowena Champion, Executive Member for Environment and Transport
 - Cllr Satnam Gill, Executive Member for Finance, Performance and Community Safety
 - Keith Townsend, Corporate Director of Environment and Regeneration
 - Caroline Wilson, Head of Inclusive Economic Development
- 3.3 The Council is the sole shareholder of the company. The Company's Articles of Association state that Islington Council may appoint any person to be a director, which shall be effected by notice in writing to the Company and shall take effect immediately.

4 Implications

4.1 Financial Implications

iCo directors are not remunerated for their involvement with the Board. iCo may occasionally pay expenses if necessary. There are no financial implications arising for Islington Council.

4.2 Legal Implications

The appointment of Directors to the board of Islington Ltd is a matter reserved to the Council as the sole shareholder (Article 16 of the Articles of Association). There is no limit on the number of directors that may be appointed (Article 15).

4.3 Resident Impact Assessment

The council must, in the exercise of its functions, have due regard to the need to eliminate discrimination, harassment and victimisation, and to advance equality of opportunity, and foster good relations, between those who share a relevant protected characteristic and those who do not share it (section 149 Equality Act 2010). The council has a duty to have due regard to the need to remove or minimise disadvantages, take steps to meet needs, in particular steps to take account of disabled persons' disabilities, and encourage people to participate in public life. The council must have due regard to the need to tackle prejudice and promote understanding.

There are no resident impacts associated with the proposed decision.

4.4 Environmental Implications and contribution to achieving a net zero carbon Islington by 2030:

There are no environmental implications associated with the recommendation.

5. Conclusion and reasons for recommendations

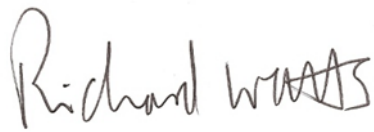
- 5.1 This report recommends the appointment of directors to Islington Ltd. This will help to ensure good governance of the Company.

Appendices: Appendix A - Shareholder Resolution to be signed

Background Papers: None

Final report clearance:

Signed by:

A handwritten signature in black ink that reads "Richard Watts". The signature is written in a cursive style with a large 'R' and 'W'.

11 March 2020

Leader of the Council

Date

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APPENDIX A

COMPANIES ACT 2006

WRITTEN RESOLUTION

~ OF ~

ISLINGTON LTD

COMPANY NUMBER: 05303559

WRITTEN RESOLUTION BY THE SHAREHOLDER ON THE APPOINTMENT OF COMPANY DIRECTORS

I, Richard Watts, as Leader of Islington Council, agree to the following resolution on behalf of Islington Council, the sole shareholder of Islington Ltd:

That the following be appointed as directors of the company:

- **Councillor Rowena Champion**
- **Councillor Satnam Gill**
- **Keith Townsend**
- **Caroline Wilson**

Signed:

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Date