

Report of: Assistant Chief Executive (Governance and HR)

Meeting of:	Date	Ward(s)
Council	25 February 2016	N/A

Delete as appropriate	Exempt	Non-exempt
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SUBJECT: Amendment to the allocation of Executive Functions**1. Synopsis**

- 1.1 In accordance with constitution, the Leader of the Council may amend the allocation of Executive functions and it is the Proper Officer's duty, once informed, to report any change notified to Council as soon as practicable.
- 1.2 To comply with this requirement the Council are advised that the Leader amended Executive functions with regard to Islington Company (iCo) on 25 January 2016. The change made is detailed in Point 3.1 below.

2. Recommendations

- 2.1 To note the change in Executive functions detailed in Point 3.1 of this report.

3. Background

- 3.1 That the Leader of the Council may now make decisions on behalf of the council as the sole shareholder in Islington Company (iCo) in respect of the following matters which are reserved in the Articles of iCo to the council's Executive, where the decision is administrative or minor or where, in the view of the Leader of the Council, the decision is urgent:

Reserved matters:

- 3.1 The change of the Company's name.
- 3.2 The making of any variation to the Articles of Association of the Company which would affect the economic rights of the Company.
- 3.3 The amalgamation or merger of the Company with any other company, business or undertaking or the acquisition of any shares in any company or any business or undertaking of any person, the establishment of any Subsidiaries or the participation by the Company in any legal partnership or joint venture (whether incorporated or not).
- 3.4 The making of any petition or resolution to wind-up the Company or any application for administration or giving any notice of intention to an administrator unless in any case the Company is at the relevant time insolvent and the Directors reasonably consider (taking into account their fiduciary duties) that the Company ought to be wound-up.
- 3.5 Undertaking any business other than business relating to:
 - i. Consultancy services related to technical, professional and/or specialist knowledge, skills and /or expertise;
 - ii. Operational services related to grounds maintenance, metalwork fitters' services and infrastructure repairs;
 - iii. Waste services provided to commercial organisations and to non-commercial organisations other than Islington Council;
 - iv. Sale of memorials related to cemetery services; and
 - v. A business not covered by 5.1 to 5.5 above where the aggregate value of the traded business is below £10,000 per annum and in any event no more than £30,000 over 3 years.
- 3.6 Increasing or decreasing or cancelling the authorised or issued share capital of the Company or agreeing to allot any of the share capital of the Company or otherwise reorganise the share capital of the Company.
- 3.7 Acquiring whether by purchase lease exchange hire or otherwise of any estates lands buildings easements or other interest in real estate.
- 3.8 Disposing whether by sale letting or otherwise of any real property belonging to the Company and the granting of any rights or interests in or over any real property belonging to the Company.
- 3.9 Entering into agreements which the directors acting reasonably and in good faith consider to be of an onerous, unusual or long term nature or subject to onerous or unusual terms.
- 3.10 Lending advancing or receiving money on deposit or loan or giving or receiving credit to or from any person including any subsidiary of the Company and whether with or without security (for the avoidance of doubt, this shall not include credit granted to customers as apart of the Company's standard payment terms).
- 3.11 Entering into guarantees, contracts of indemnity and suretyships of all kinds and for any purpose.
- 3.12 Entering into contracts under which the Company will be obliged to pay or be entitled to receive any sum above the financial threshold specified from time to time by the Corporate Director of Finance and Resources of Islington Council.
- 3.13 Appointing auditors.
- 3.14 Altering the accounting practices of the Company other than any such change which is required by law or by the rules of any regulatory body to which the Company is subject.
- 3.15 In respect of a director or secretary paying any remuneration to that director or secretary.
- 3.16 Creating or granting any security whether by mortgage, lien, fixed charge, floating charge or otherwise over any of the assets of the Company.

- 3.17 Promoting and incorporating any company or other entity which will be a subsidiary of the Company or in which the Company shall have an interest.
- 3.18 Instituting or defending legal proceedings save in any circumstances in which the directors acting in good faith believe that it is in the best interest of the Company that any institution or defence of any legal proceedings should be undertaken without delay or that any delay in instituting or defending any such proceedings would prejudice the interests of the Company by way of example but without limitation in the event any claim is about to become time barred under any enactment or rule of law in which case the directors shall call a general meeting as soon as reasonably practicable following the institution of such proceedings or issue such defence and the Company shall at such meeting be entitled to ratify the director's actions or approve the withdrawal of such proceedings or defence.

3.2 In accordance with the constitution, the Leader of the Council may amend the allocation of Executive functions. Under paragraph 2.4 Part 3 of the Constitution the Leader must notify the Proper Officer and the Proper Officer, once informed, must report any change to Council as soon as practicable.

4. Implications

4.1 **Financial implications:**
None.

4.2 **Legal Implications:**
None.

4.3 **Environmental Implications:**
None.

4.4 **Resident Impact Assessment:**

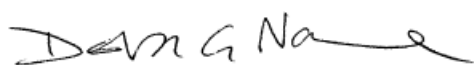
The council must, in the exercise of its functions, have due regard to the need to eliminate discrimination, harassment and victimisation, and to advance equality of opportunity, and foster good relations, between those who share a relevant protected characteristic and those who do not share it (section 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."

A Resident Impact Assessment has not been completed because there are no impact on residents following from this decision.

5. Conclusion and reasons for recommendations

5.1 That Council note the change in Executive functions detailed in Point 3.1 of this report.

Signed by:



4 February 2016

Assistant Chief Executive (Governance
and HR)

Date