

## REPORT TO SHAREHOLDER COMMITTEE

<b>Open/</b>		Would any decisions proposed:			
<b>Any especially affected Wards</b>	Mandatory/	Be entirely within Shareholder Committee powers to decide <b>YES/NO</b>			
	<del>Discretionary /</del>	Need to be recommendations to Council		<b>YES/NO</b>	
	<del>Operational</del>	Is it a Key Decision		<b>YES/NO</b>	
Lead Member: Cllr Alistair Beales E-mail: <a href="mailto:cllr.alistair.beales@west-norfolk.gov.uk">cllr.alistair.beales@west-norfolk.gov.uk</a>		Other Cabinet Members consulted:			
		Other Members consulted:			
Lead Officer: Honor Howell – Corporate Governance Manager E-mail: <a href="mailto:honor.howell@west-norfolk.gov.uk">honor.howell@west-norfolk.gov.uk</a>		Other Officers consulted: Alexa Baker – Monitoring Officer			
Financial Implications <b>YES/NO</b>	Policy/ Personnel Implications <b>YES/NO</b>	Statutory Implications <b>YES/NO</b>	Equal Impact Assessment <b>YES/NO</b> If YES: Pre-screening/ Full Assessment	Risk Management Implications <b>YES/NO</b>	Environmental Considerations <b>YES/NO</b>
If not for publication, the paragraph(s) of Schedule 12A of the 1972 Local Government Act considered to justify that is (are) paragraph(s)					

### APPOINTMENT OF ADDITIONAL DIRECTOR TO ALIVE MANAGEMENT LTD

Date of meeting: 26 November 2024

#### Summary

Prior to the incorporation of Alive West Norfolk, the council's sports and leisure facilities were managed by Alive Leisure, a Leisure Trust and Alive Management Ltd which provided the operational aspects of the service for Alive Leisure.

Alive Management Ltd remains a live company of the borough council, although currently dormant. Steps are now being taken to formally wind the company down and arrange for it to be struck off from Companies House.

At the last Shareholder Committee, it was agreed that Oliver Judges, Executive Director would be appointed as a director to oversee the winding up of the company. The other existing Director, Deborah Gates, retired from the council in June 2024 and has advised that she wishes to resign as a company director with immediate effect.

The Articles of Alive Management state that in order for a meeting to be quorate, two directors must be present at a meeting. Therefore, a further director will need to be appointed prior to the winding up of the company

In order to complete the necessary work to formally close the company, permission is sought from the Shareholder Committee to appoint a further

company director to Alive Management Ltd to ensure a quorum can be achieved, whilst the closure actions are carried out.

### **Recommendation**

That Michelle Drewery, Assistant Director Resources is appointed as a Director of Alive Management Ltd whilst the company is formally wound up.

### **Reason for Decision**

Although the Articles of Association for Alive Management Ltd stipulate a minimum of one Director, two are required for Alive Management to be quorate.

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## **1 Background**

- 1.1 Prior to the incorporation of Alive West Norfolk, the council's sports and leisure facilities were managed by Alive Leisure, a Leisure Trust and Alive Management Ltd which provided the operational aspects of the service for Alive Leisure.
- 1.2 Alive Management Ltd remains a live company of the borough council, although currently dormant. Steps are now being taken to formally wind the company down and arrange for it to be struck off from Companies House.
- 1.3 At the Shareholder Committee of 11 September 2024, it was agreed that Oliver Judges, Executive Director would be appointed as a Director of Alive Management Ltd to oversee the winding up of the company. The other existing Director, Deborah Gates, retired from the council in June 2024 and has advised she wishes to resign as a company director with immediate effect.
- 1.4 In order to complete the necessary documentation to formally close the company, permission is sought from the Shareholder Committee to appoint a further Director. Michelle Drewery, Assistant Director of Resources has agreed to fulfil this role as it is a short-term solution.

## **2 Options Considered**

- 2.1 Although, in principle, Alive Management Ltd requires only one Director, that Director is no longer employed by the borough council. In order to ensure resilience and that Director input is received in a timely manner during the winding up process, an existing member of staff should be identified and appointed to the Alive Management Ltd Board of Directors.

## **3 Policy Implications**

3.1 The appointment of Directors to the Boards of the council companies is a reserved matter for the Shareholder Committee.

#### **4 Personnel Implications**

4.1 There are no personnel implications. This is a short-term, unremunerated appointment.

#### **5. Environmental Considerations**

5.1 There are no Environmental Considerations.

#### **6. Statutory Considerations**

6.1 There are no statutory considerations.

#### **7. Equality Impact Assessment (EIA)**

7.1 Not applicable.

#### **8. Risk Management Implications**

8.1 Alive Management Ltd Articles of Association stipulate a minimum of one Director should be appointed at any time. However, it is agreed that a director should be a current employee of the borough council.

#### **9. Declarations of Interest / Dispensations Granted**

9.1 None

#### **10 Background Papers**

10.1 None.