

Appendix 3

Roles and responsibilities

Leader of council – sole member

As CBC is a corporate body, it can, under Section 323 of the Companies Act 2006, appoint a person to act as its representative to carry out its role as member. Part three of the Constitution has identified that the function to represent (or arrange for a cabinet member or officer to represent) the Authority as shareholder or member in a company in which the Authority holds an interest rests with the leader.

As CBC is the sole member of CBH it has ultimate control of CBH. For instance, CBC has the ability under Companies Act 2006 to appoint and remove board members and the process for appointments of board members set out in the articles will not override that statutory position. CBC also has the ability as the sole member to wind up the company.

The Leader will attend the AGM of CBH and will also be the person responsible for signing written resolutions of CBH..

The Leader will be accountable to overview and scrutiny or council relating to CBH matters eg articles of association.

The Leader acting for the council as sole member, will be consulted on any proposed changes to the senior leadership team structures with regards to the way in which the CBH functions.

Cabinet member – council representative

The relationship between CBC and CBH and the services to be provided by CBH are set out in the management agreement dated 1 September 2009. There is a role set out in that agreement for the 'Council's Representative' which is as the 'client' of the services performed by CBH for the Council. This role is undertaken by the Cabinet Member with the portfolio for housing.

Cabinet Members have executive functions for services within their portfolio which enables them to monitor the contracts and service level agreements in respect of all non internally provided service level agreements and in the case of CBH, the management agreement.

The management agreement gives the cabinet member, as the council representative, the power to issue instructions to CBH on any matter relating to the provision of services and CBH is required to comply subject to the ability of CBH to challenge should the instructions significantly vary the fundamental nature of the service. In practical terms it is the commissioning division which undertakes day to day monitoring of the management agreement.

The cabinet member will attend board meetings of CBH and will keep the leader updated on any issues which may impact on the operation of CBH.

The cabinet member will be accountable to overview and scrutiny and council for the delivery of the service under the management agreement.

The cabinet member will be consulted upon any proposed changes to the senior leadership team structures with regards to the impact it may have on service delivery.

Board Members

Board members, also known as directors, have the responsibility for running CBH. CBC appointed board members must act in the interests of the company and comply with the duties contained in the Companies Act 2006.