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HM Treasury



# GOVERNANCE REVIEW OF PORTSMOUTH CITY COUNCIL OWNED ENTITIES

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# 1 EXECUTIVE SUMMARY

Local Partnerships LLP was engaged to review Portsmouth City Council (PCC)'s internal governance arrangements related to the following investee companies:

- Portico Shipping Limited
- Ravelin Group Limited, including:
  - Ravelin Property Limited
  - Ravelin Housing Limited
- HCB Holding Limited

The review has not focused on the internal arrangements within the above investee companies but on PCC's organisation and interfaces with the investee companies.

As a result of the review the following recommendations have been made:

1. Establish and document a robust governance framework for PCC.
2. Establish an "overarching view" of PCC's commercial activity which will facilitate knowledge sharing, identification of best practice and effective challenge of commercial ventures in order to provide the requisite support to Cabinet to enable it to optimise its shareholder role.
3. PCC should consider removing the Section 151 Officer from the Portico and HCB boards and placing the Section 151 officer exclusively into a shareholder role.
4. Review composition of company boards, specifically considering the scope to recruit additional non-executive directors to the Ravelin boards to bring challenge, objectivity and new capabilities which are not currently represented in the current board composition.
5. Ensure ongoing professional training is provided to ensure that all board members remain up to date in their understanding and are supported in their roles.
6. Clear documented processes and procedures should be in place for council appointed directors to report conflicts of interest to both the shareholder and the board of the investee company. Processes and procedures to identify and manage conflicts of interest as well as identify remedies to resolve unmanaged conflicts should also be documented.
7. PCC should take the necessary steps to ensure that it has processes and procedures in place to effectively set industry relevant performance targets for its investments and scrutinise performance on a periodic basis aligned with PCC's business planning cycle.
8. PCC should ensure that its documented terms of reference, governance regime, and rights as shareholder for each of its investee companies is based on the points raised in section 3.1 and the ten points outlined in section 3.4.

The above recommendations have resource implications for PCC and there may be a perception that they entail some duplication of resources between the Council and the entities. However, the review team believe that the establishment of separate legal

entities are usually risky undertakings and inevitably necessitate the establishment of an overhead to ensure an environment of objective and expert oversight and scrutiny of commercial activity and a clear separation of roles between those managing the entities and those responsible for holding them to account.



## 2 INTRODUCTION

Local Partnerships LLP was engaged to review PCC's internal governance arrangements related to the following investee companies:

- Portico Shipping Limited
- Ravelin Group Limited, including:
  - Ravelin Property Limited
  - Ravelin Housing Limited
- HCB Holding Limited

The review has not focused on the internal arrangements within the above investee companies but on PCC's organisation and interfaces with the investee companies. Local Partnerships' review has taken full account of issues already highlighted by PCC, with particular reference to Portico, Ravelin Housing, and HCB Holding. The review has not been an audit.

As part of the review, Local Partnerships interviewed key stakeholders. A full list of interviewees can be found at Appendix A. Local Partnerships also reviewed documentation provided by PCC. A full list of the documentation reviewed can be found at Appendix B. The review referenced accepted best practice and considered Local Partnerships Local Authority Company Review Guidance.

This report sets out the findings and recommendations across the following areas:

- Governance framework
- Appointments to boards
- Managing conflicts
- PCC's shareholder role



## 3 FINDINGS

### 3.1 Council Governance Framework

The Cabinet meeting on 14th February 2022 confirmed the ownership of the companies as an executive function of PCC and therefore the responsibility of Cabinet to discharge. It confirmed Cabinet's role as including:

- Oversight of all Council companies to hold the directors of the companies (who are responsible for running the companies) to account
- Approval and oversight of PCC's strategic objectives in relation to the companies
- Providing strategic oversight and assurance to PCC that the companies are compliantly run, achieving best value for PCC and are fit for purpose

It was noted that for practical purposes Cabinet may wish to consider delegating certain of its functions as shareholder to the relevant Directors in consultation with the City Solicitor and Section 151 Officer. It was also agreed that where there is a shareholder delegation in place that the company will be required to present a financial report to Governance Audit and Standards (GAaS) committee for cross council/cross party reporting.


In addition to clarifying these governance and oversight arrangements it is also recognised there have been positive steps to improve the governance of PCC's companies. For example, changes have recently been made to the board of Portico in order to remove the scope for potential conflicts of interest and to set clearer boundaries between PCC and Portico.

Notwithstanding these recent developments, there is a widely held view among stakeholders that the relationship between PCC and its companies has traditionally been too close and informal. Generally, the governance arrangements for council owned entities should seek to ensure that:

- The company should have sufficient freedoms to achieve its objectives
- PCC should have sufficient control to ensure that its investment is protected, appropriate returns on investment can be obtained and that the activities of the company are aligned with the values and strategic objectives of PCC

It is not clear that the existing governance arrangements enable an appropriate balance to be struck between these two competing objectives. There is a lack of clarity regarding the extent to which PCC can, and should, involve itself in both operational and strategic decisions relating to the companies. It is in the interests of both parties that the boundaries of PCC's control and influence are clearly understood by all parties. At the moment, uncertainty about the extent to which PCC exercise control over Ravelin and Portico and the autonomy they have to make independent commercial decisions is unclear. For example, there is a perception that the lines between Council and company board meetings are sometimes blurred.

Moreover, outside of the Cabinet oversight, PCC governance arrangements at officer level are fragmented and silo-based, lacking a consistent Council-wide approach which is driven from the corporate core. The review team were not made aware of formal business performance review meetings between PCC and the companies and there is a



lack of a clear, systematic approach and performance framework which underpins PCC's arrangements for overseeing, interfacing and engaging with the companies in order to ensure PCC's interests are safeguarded.

It is recognised that PCC's companies are at different stages in their life cycle. Portico is very much an established corporate entity, in contrast neither HCB nor Ravelin Group have established operations. The governance approach will have to be tailored for the particular life cycle stage for each investee company from inception and formation to operational establishment.

Both HCB and Ravelin appear to be relatively dormant. This presents a current opportunity to address governance issues consistent with the recommendations set out in this report.

Many interviewees highlighted the importance of effective cross-party engagement. It is clear that for the long term benefit of the investee companies coherent and sustainable cross party engagement in the governance, scrutiny, and challenge of the investee companies is critical.

## **RECOMMENDATION**


*Establish and document a robust governance framework for PCC which includes:*

- *Terms of reference of all new and refreshed governance forums*
- *Defining key roles and functions such as that of the shareholder, client/customer, supplier, observer*
- *Agreeing on key governance principles – such as keeping the role of shareholder separate from that of the board*
- *Establishing processes for regularly reviewing risks relating to the companies and establishing whether they are effectively managed and scrutinised*
- *Instigating more formalised reporting to PCC regarding its shareholding interest in its wholly or partly owned companies*

The review team is aware that there is oversight and scrutiny of decisions relating to the companies undertaken by the Section 151 officer and the wider Finance team before reports are submitted to Cabinet. Also, on a positive note, stakeholder interviews demonstrated a culture of effective cooperation and relationship between Council officers, members and the companies.

Nevertheless, it was felt by a number of stakeholders that PCC would benefit from a coordinated “overarching view” of its commercial activity which will facilitate greater insight into potential synergies between Ravelin, Portico and HCB, encourage knowledge sharing or best practice to improve performance and provide an overall view of risk PCC is potentially exposed to should multiple individual risks across the portfolio be realised at the same time.

Furthermore, there is a question as to whether Cabinet is an appropriate forum for the consideration of complex matters such as business plans, as it may not allow adequate time and space for detailed consideration and challenge of the plans or enable detailed questions to be asked and answered.



Potentially, PCC may benefit from the Cabinet's shareholder role being supported by processes to provide additional challenge and oversight within PCC to ensure risks are fully understood and managed.

## RECOMMENDATION

*Establish an "overarching view" of PCC's commercial activity which will facilitate knowledge sharing, identification of best practice and effective challenge of commercial ventures in order to provide the requisite support to Cabinet to enable it to optimise its shareholder role. It may be appropriate to establish a new forum or to utilise an existing forum to coordinate the activity. The key processes to be established should include:*

- *Oversight of all PCC's commercial activity, including a mechanism to review the implementation and development of PCC's commercial approach including the entities it influences and owns*
- *A periodic review that the current delivery mechanism offers best value to PCC and that alternative arrangements could not do this better. Where appropriate a recommendation should be made to the Cabinet, as sole/principal shareholder, for the winding up of any commercial entities that no longer support its strategic aims or present unacceptable levels of risk*
- *Identification of innovation and best practice within individual entities which could be communicated and shared with others, thereby ensuring the performance of these companies is such that they offer best value to PCC*
- *Consideration of wider opportunities and growth for the entities*
- *The necessary oversight from a shareholder's perspective that the parameters, policies and boundaries that PCC has established are being adhered to*
- *A mechanism to communicate the shareholders' views to the company*
- *Evaluation of the effectiveness of the company board and the delivery of company performance against strategic objectives and the business plan*
- *A holistic review of risk to PCC offered by all active commercial entities. This should include in particular how the risks provided by individual Council companies aggregate and interact such that the total risk to PCC is accurately assessed*
- *Oversight of all reserved matters, business plan, strategy approval, lending approval, key appointments and key transactions (subject to consideration and approval by Cabinet)*
- *A process for making recommendations to Cabinet regarding allocation of PCC's investment between the entities*

If a new forum is to be established, representation should be drawn from the senior management team of PCC including the Section 151 Officer and relevant service directors as well as senior finance, legal, commercial and technical/subject matter





representation. It should be noted that many councils<sup>1</sup> who have embarked on significant commercial activity have established a corporate officer forum to ensure a coordinated and consistent approach to oversight and coordination of commercial activity.

### 3.2 Council Appointments to Boards

Four of the seven Portico board members and all three Ravelin are Council representatives. In the case of PCC and these companies there will inevitably be occasions where there is divergence of objectives between the two parties giving rise to a potential conflict of interest. In these circumstances there should be a clear divide between those managing the companies and those responsible for holding them to account.

PCC is making positive steps to improve the boundaries between itself and the companies by making changes to board composition. For example, it is planned that the Regeneration Director will no longer be Ravelin Group board member and will be replaced by two council Assistant Directors and new independent non-executives have recently been appointed to the Portico board.

Nevertheless, it is noted that the Section 151 officer remains on the Portico and HCB boards, albeit where matters at PCC concern Portico and HCB, his role at PCC is discharged by the Deputy Section 151 officer and it is understood that there are plans to replace him on the Portico board. These arrangements recognise the need for a clear divide. However, given that it is likely that certain decisions of the shareholder will require ratification by and the opinion of the Section 151 officer, it is not considered good practice for a Section 151 officer to hold a position with a wholly or partly owned council company. This is in no way a criticism of the quality or integrity of PCC's representatives, merely a reflection of governance arrangements which do not reflect good practice. Ideally it would be preferable for the Deputy Section 151 officer or another financial specialist (from within or outside PCC) to be a board member of both Portico and HCB.

#### RECOMMENDATION

*PCC should consider removing the Section 151 Officer from the Portico and HCB boards and placing the Section 151 officer exclusively into a shareholder role. This may in turn require the board of Portico and HCB to strengthen their finance capability.*

It is also noted that the Leader of PCC is a Portico board member. In principle, there is no reason why an elected member should not be a board member and no criticism should be inferred regarding quality or integrity of the Leader's execution of that role. However, it is suggested that PCC should take account of the following considerations when appointing elected members as board members of wholly or partly owned companies:

- The need to avoid Council Members being appointed to senior positions in the company, if such an eventuality is likely to lead to a conflict of interest. For

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<sup>1</sup> As an example, Suffolk County Council have a corporate Commercialism Board to provide oversight of its commercial activity. Also, the London Borough of Merton's Commercialisation of Council Services Task Group review report of 2016 states "A Commissioning and Commercial Board provides challenge for new projects. For every idea, officers must develop a draft business case and attend the Board. Membership of the Board includes senior officers, as well as representatives from legal and finance. The ideas are thoroughly explored and its legality and viability are tested. It is challenged through a formal process involving all relevant council departments and partner organisations. Once the idea is considered robust it is discussed by a committee of councillors"



example, appointing someone as a board member who also holds a position within PCC's governance structures which also involves oversight of that company, would give rise to potential conflicts of interest

- Any board appointments should be based on the skills (commercial, technical, financial etc), qualifications and other attributes required for the role, rather than based on the office which the person holds
- The need to raise awareness of directors' day to day control of a company, which gives rise to potential statutory (criminal and civil), or common law liabilities. This includes making potential directors aware of their obligations and potential liability arising out of various legalisation including The Companies Act 2006, Insolvency Act 1986, Bribery Act 2010, Modern Slavery Act 2015, Data Protection Act, 2018 and Health and Safety at Work Act 1974

## RECOMMENDATION

*PCC should only consider appointing an elected member(s) to the board if it is clear that they can bring specific skills and qualifications which are needed by the company (rather than by virtue of the fact that they are elected members) and that there is no potential for a conflict of interest arising.*

PCC's rights to appoint and remove HCB board directors is unclear. The appointment and removal of company directors is a reserved matter for Ravelin Group Ltd, Ravelin Housing Limited and for Portico. Nevertheless, there is a lack of transparency regarding the selection and appointment of board members. The process appears to have understandably grown organically from when the companies were embryonic but, now that they are established, a greater degree of formalisation is required. This may include consideration of:

- The appointment of additional independent director(s) to provide constructive challenge, strategic guidance, specialist knowledge (noting that Portico have already recently appointed independent non-executive directors). An effective board should include a range of skills and backgrounds including commercial, financial, business development, technical, legal and HR experience. The UK Corporate Governance Code advises that at least half the board (excluding the chair) should be independent non-executives
- Making all appointments to the board subject to a formal, rigorous, and transparent selection procedure based on merit and published objective criteria
- Board composition and individual director performance being reviewed periodically to evaluate board composition, the effectiveness of individual contribution, and how effectively board members work together to achieve company objectives

## RECOMMENDATIONS

*Review composition of company boards, specifically considering the scope to recruit additional non-executive directors to the Ravelin boards to bring challenge, objectivity and new capabilities which are not currently represented in the current board composition.*

*Ensure ongoing professional training is provided to ensure that all board members remain up to date in their understanding and are supported in their roles.*

### **3.3 Avoiding and Managing Conflicts**

As noted in section 3.1 above, there have been positive steps to improve the governance of PCC's companies. These include recent changes to the board of Portico to remove the scope for potential conflicts of interest and to set clearer boundaries between Portico and PCC. It should also be highlighted that Portico has also produced a conflicts of interest policy.

The main fiduciary duties of company directors are:

- To act within the powers conferred by the company Memorandum and Articles of Association
- To avoid conflict of interest
- To act in the best interest of the company
- Not to fetter one's own discretion; and
- Not to make unauthorised profit

The duty for directors to avoid conflicts of interest whilst also exercising unfettered discretion makes the role of council appointed directors challenging, particularly for council appointed directors who are also direct employees of PCC. It is common for directors who are (or represent) shareholders to find that the edges can be blurred when they are acting in both capacities, particularly in times of high pressure. For this reason, it is essential that PCC documents its processes and procedures for managing conflicts related to council appointed directors as well as remedies in the event of breaches of the specified processes and procedures.


In the event of breaches of directors' duties and responsibilities, directors may be subject to legal proceedings to restore a transaction made contrary to a fiduciary duty for example.

Whilst positive steps have been taken, further improvements can be made to more effectively manage conflicts. The PCC executive team should document processes and procedures to identify and manage conflicts of interest, and remedies to resolve unmanaged conflicts. Key conflicts include those:

- Resulting from the existence of its shareholdings and a potential divergence between statutory, common law, and fiduciary duties of directors and the statutory duties of council officers
- That permit the influence of third parties

A clear mechanism should be in place for council appointed directors to report conflicts of interest to both the shareholder and the board of the investee company.

The requirement for directors to exercise independent judgement is a major statutory duty. From the perspective of shareholders, directors of investee companies should not



be delegates who implement the instructions of shareholders. Each director needs to form his/her own view based on their own knowledge and judgement. Recognising the need for independent judgement, a shareholder function within PCC can be used to provide requested independent insight and advice to council appointed directors.

Issues related to the management of conflict and the maintenance of independence are compounded by the fact that investee companies lean heavily on council human resources putting individuals in the position of having to manage "multi-hatting". This invariably complicates the task of maintaining ethical boundaries, underlining the need to manage conflicts and maintain independence more effectively.

## **RECOMMENDATION**

*Clear documented processes and procedures should be in place for council appointed directors to report conflicts of interest to both the shareholder and the board of the investee company. Processes and procedures to identify and manage conflicts of interest as well as identify remedies to resolve unmanaged conflicts should also be documented.*

### **3.4 PCC's Shareholder Role**

PCC's most structured shareholder relationship exists with Portico. Underpinning this relationship is the presence on the board of two councillors and the Section 151 Officer as Non-Exec Directors and an annual business planning and budgeting setting process.

With respect to all investee companies, the extent to which council selected directors have been trained in their common law, fiduciary, and statutory duties is unclear. It is also unclear how PCC ensures that they have relevant sector specific expertise on the boards through the clear specification of the requirements for council selected directors and letters of appointment clearly setting out obligations and performance parameters which will be subject to ongoing monitoring and review. There was also limited evidence demonstrating synchronised business planning and budgeting processes, supported by periodic shareholder performance monitoring and review.

PCC's relationship with its investee companies should be underpinned by the principles of the UK Corporate Governance code as appropriate. Whilst PCC should not routinely intervene in the day-to-day running of its companies, all decisions taken by the board must be taken in accordance with the Directors' fiduciary, statutory, and common law duties. PCC should take the necessary steps to ensure that it has processes and procedures in place to effectively set industry relevant performance targets for its investment and scrutinise performance. These processes and procedures should include, but not be limited to:

- A strong shareholder team/competence within PCC to support a Commercial Board as outlined within section 3.1
- The shareholder team should have access to corporate finance and corporate legal expertise, as well as sector specific expertise possibly on a retained basis
- The priorities of the shareholder team should include:
  - Budget and funding reviews for investee companies
  - Setting strategic PCC targets for investment performance
  - Periodic performance monitoring and review engagement
  - Setting specifications and performance requirements for appointments to the boards of investee companies

- Definition and provision of mandatory training for all council appointed directors
  - Being the critical friend to Cabinet to support it in its evaluation and scrutiny of investee company business plans and commercial viability
  - Assuring the above factors are addressed relevant to the life cycle stage of the investee company
- A clear budget and target setting process synchronised between the shareholder and investee company
  - Regular performance review meetings supported by performance review papers held between the shareholder team, company CEO, and council selected directors e.g. quarterly. The review papers should be produced by the shareholder team for cabinet review and scrutiny. The papers should also be publicly available, subject to the redaction of commercially sensitive information.
  - To monitor investee company performance against objectives, regular shareholder review meetings should take place to address performance parameters and considerations including:
    - Strategic risk management
    - Forward looking risk based analysis of progress
    - Equity return expectations and performance
    - Performance against debt covenants and other conditions
    - Cashflow and income expectations and performance
    - Taxpayer value for money

## RECOMMENDATION

*PCC should take the necessary steps to ensure that it has processes and procedures in place to effectively set industry relevant performance targets for its investment and scrutinise performance on a periodic basis aligned with PCC's business planning cycle.*

The interactions between PCC and its companies should be based on efficient, trust based, and professional dialogue with the following considerations:

- Professional dialogue relevant to delivering the investee company's objectives and shareholder expectations on time and within expected parameters
- Open dialogue based on a shared commitment to enable the investee company to effectively achieve its objectives
- Assurance of a joined up, flexible, and efficient approach amongst all parties

Whilst PCC's role may differ depending on whether it is sole, majority, or minority shareholder, its rights should be clearly set out to include:

- Appointment of the Chair
- Appointment of the Chief Executive
- Appointment of one or more Shareholder Representative Directors or Non-Executive Directors
- Approval/establishment of the requirements and performance measures for appointments to the board
- Approval of other appointments to the board



- Approval of budgeting and funding
- Setting objectives
- Approval of the remuneration framework
- Approving forward strategy or high level priorities
- Approval of terms of all appointments to the board

## **RECOMMENDATION**

*PCC should ensure that its documented terms of reference, governance regime, and rights as shareholder for each of its investee companies is based on the points highlighted in section 3.1 as well as the ten points outlined above.*



## 4 RECOMMENDATIONS

### 4.1 Introduction

In summary, the following table details the recommendations that have been made throughout this report. The table also provides an indication of the suggested timeframe to implement each recommendation where possible.

Ref	Recommendation	Critical, Essential, Recommended
1.	<p><i>Establish and document a robust governance framework for PCC which includes:</i></p> <ul style="list-style-type: none"> <li>• <i>Terms of reference of all new and refreshed governance forums</i></li> <li>• <i>Defining key roles and functions such as that of the shareholder, client/customer, supplier, observer</i></li> <li>• <i>Agreeing on key governance principles – such as keeping the role of shareholder separate from that of the board</i></li> <li>• <i>Establishing processes for regularly reviewing risks relating to the companies and establishing whether they are effectively managed and scrutinise.</i></li> <li>• <i>Instigating more formalised reporting to PCC regarding its shareholding interest in its wholly or partly owned companies</i></li> </ul>	Essential (within three months)
2.	<p><i>Establish an “overarching view” of PCC’s commercial activity which will facilitate knowledge sharing, identification of best practice and effective challenge of commercial ventures in order to provide the requisite support to Cabinet to enable it to optimise its shareholder role. It may be appropriate to establish a new forum or to utilise an existing forum to coordinate the activity. The key processes to be established should include:</i></p> <p><i>:</i></p> <ul style="list-style-type: none"> <li>• <i>Oversight of all PCC’s commercial activity, including a mechanism to review the implementation and development of PCC’s commercial approach including the entities it influences and owns</i></li> <li>• <i>A periodic review that the current delivery mechanism offers best value to PCC and that alternative arrangements could not do this better. Where appropriate a recommendation should be made to the Cabinet, as sole/principal shareholder, for the winding up of any commercial entities that no</i></li> </ul>	Essential (within three months)



Ref	Recommendation	Critical, Essential, Recommended
	<p><i>longer support its strategic aims or present unacceptable levels of risk</i></p> <ul style="list-style-type: none"> <li>• <i>Identification of innovation and best practice within individual entities which could be communicated and shared with others, thereby ensuring the performance of these companies is such that they offer best value to PCC</i></li> <li>• <i>Consideration of wider opportunities and growth for the entities</i></li> <li>• <i>The necessary oversight from a shareholder's perspective that the parameters, policies and boundaries that PCC has established are being adhered to</i></li> <li>• <i>A mechanism to communicate the shareholders' views to the company</i></li> <li>• <i>Evaluation of the effectiveness of the company board and the delivery of company performance against strategic objectives and the business plan</i></li> <li>• <i>A holistic review of risk to PCC offered by all active commercial entities. This should include in particular how the risks provided by individual Council companies aggregate and interact such that the total risk to PCC is accurately assessed</i></li> <li>• <i>Oversight of all reserved matters, business plan, strategy approval, lending approval, key appointments and key transactions (subject to consideration and approval by Cabinet)</i></li> <li>• <i>A process for making recommendations to Cabinet regarding allocation of PCC's investment between the entities</i></li> </ul>	
3.	<p><i>PCC should consider removing the Section 151 Officer from the Portico and HCB boards and placing the Section 151 officer exclusively into a shareholder role. This may in turn require the board of Portico and HCB to strengthen their finance capability.</i></p>	Critical (within three months)
4.	<p><i>PCC should only consider appointing an elected member(s) to the board if it is clear that they can bring specific skills and qualifications which are needed by the company (rather than by virtue of the fact that they are elected members) and that there is no potential for a conflict of interest arising.</i></p>	Recommended (within six months)





Ref	Recommendation	Critical, Essential, Recommended
5.	<i>Review composition of company boards, specifically considering the scope to recruit additional non-executive directors to the Ravelin boards to bring challenge, objectivity and new capabilities which are not currently represented in the current board composition.</i>	Recommended (within six months)
6.	<i>Ensure ongoing professional training is provided to ensure that all board members remain up to date in their understanding and are supported in their roles.</i>	Essential (within three months)
7.	<i>Clear documented processes and procedures should be in place for council appointed directors to report conflicts of interest to both the shareholder and the board of the investee company. Processes and procedures to identify and manage conflicts of interest as well as identify remedies to resolve unmanaged conflicts should also be documented.</i>	Essential (within three months)
8.	<i>PCC should take the necessary steps to ensure that it has processes and procedures in place to effectively set industry relevant performance targets for its investments and scrutinise performance on a periodic basis aligned with PCC's business planning cycle.</i>	Essential (within three months)
9.	<i>PCC should ensure that its documented terms of reference, governance regime, and rights as shareholder for each of its investee companies is based on the points raised in section 3.1 and the ten points outlined in section 3.4.</i>	Essential (within three months)

## 4.2 Next Steps


Local Partnerships recommends that PCC develops a focused action plan to implement the above recommendations.

## 5 Appendix A - Interviewees

<b>Name</b>	<b>Role</b>
CLlr Gerald Vernon-Jackson	Council Leader, and Liberal Democrats Group Leader
CLlr Simon Boshier	Conservative Group Leader
David Williams	PCC Chief Executive
Chris Ward	PCC Section 151 Officer
Peter Baulf	PCC Monitoring Officer
James Berry	Solicitor
Sophie Mallon	Solicitor
Mike Sellers	Port Director
Tristan Samuels	Director of Regeneration
Julian Pike	Deputy Director of Finance, and Deputy Section 151 Officer

## 6 Appendix B - Documents Reviewed

Company	Document
Portico	Conflict of interest policy
	Masterplan 2040
	MMD Site – Strategic Review of Options, Cabinet Paper, 26 February 2019
	Draft 20 Year Capital Programme
	Board minutes, September and December 2021
	P&L Summaries October and December 2021
	Summary Board Reports, October and December 2021
	Board meeting agenda, November 2021
	Operations Director update, October 2021
	HSE Performance Report, October 2021
	Articles and Memorandums of Association
Ravelin	Ravelin Group Certificate of Registration
	Ravelin Property Certificate of Registration
	RHL Business Plan, 2021-2026
	Ravelin Investment and Development Strategy, 2022-2032
	RHL Articles of Association
	PCC/Ravelin Group/Ravelin Housing Shareholders Agreement
	PCC/Ravelin Group Shareholders Agreement
HCB	Hampshire Community Bank 2020-2022 Business Plan
	Application to subscribe for shares in HCB Holding Limited
	HCB Holding Board minutes, 8 <sup>th</sup> October 2021
	Shareholder statement from the executive board of HCB, 15 <sup>th</sup> May 2021
	HCB Holding Board minutes, 10 <sup>th</sup> December 2021
Other Companies	PCC companies visual, 8 <sup>th</sup> November 2021
	Agenda and decision of the Shareholder sub-committee, 15 <sup>th</sup> December 2021
	Agenda and decision of Cabinet, 8 <sup>th</sup> February 2021
	Agenda and decision of Cabinet, 14 <sup>th</sup> February 2021
	PCC constitution extract, Cabinet portfolio responsibilities



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