

SHAREHOLDER COMMITTEE Agenda

- Date Monday 22nd August 2022
- Time 5.30 pm (or at the rising of the Cabinet meeting, whichever is the later)
- Venue Council Chamber, Civic Centre, Oldham, West Street, Oldham, OL1 1NL
- Notes
1. DECLARATIONS OF INTEREST- If a Member requires any advice on any item involving a possible declaration of interest which could affect his/her ability to speak and/or vote he/she is advised to contact Paul Entwistle or in advance of the meeting.
 2. CONTACT details for this Agenda are via, Tel. 0161 770 5151 or email constitutional.services@oldham.gov.uk
 3. PUBLIC QUESTIONS – Any member of the public wishing to ask a question at the above meeting can do so only if a written copy of the question is submitted to the Constitutional Services team by 12.00 Noon on Wednesday, 17th August 2022.
 4. FILMING - The Council, members of the public and the press may record / film / photograph or broadcast this meeting when the public and the press are not lawfully excluded. Any member of the public who attends a meeting and objects to being filmed should advise the Constitutional Services Officer who will instruct that they are not included in the filming.

Please note that anyone using recording equipment both audio and visual will not be permitted to leave the equipment in the room where a private meeting is held.

Recording and reporting the Council's meetings is subject to the law including the law of defamation, the Human Rights Act, the Data Protection Act and the law on public order offences.

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MEMBERSHIP OF THE SHAREHOLDER COMMITTEE IS AS FOLLOWS:
Councillors Chadderton, Jabbar, Mushtaq and Stretton

Item No

- 1 Appointment of Chair
The Committee is requested to appoint a Chair for the duration of the meeting.
- 2 Apologies for absence
To receive any apologies for absence
- 3 Urgent Business
Urgent business, if any, to be introduced by the Chair
- 4 Declarations of Interests
To receive Declarations of Interests in any Contract or matter to be discussed at the meeting.
- 5 Public Question Time
To receive questions from the public, in accordance with the Council's Constitution.
- 6 Minutes (Pages 1 - 4)
To consider the Minutes of the meeting of the Shareholder Committee, held 31st March 2022.
- 7 Exclusion of the Press and Public
That, in accordance with Section 100A(4) of the Local Government Act 1972, the press and public be excluded from the meeting for the following item of business on the grounds that it contain exempt information under paragraph(s) 3 of Part 1 of Schedule 12A of the Act, and it would not, on balance, be in the public interest to disclose the report.
- 8 MIOCARE Group CIC - Reserved Matters (Pages 5 - 14)



SHAREHOLDER COMMITTEE
31/03/2022 at 12.30 pm

Present: Councillors Chadderton, Jabbar and Shah

Also in Attendance:

Paul Entwistle – Director of Legal Services

Anne Ryans – Director of Finance

Lewis Greenwood – Head of Executive Services

Peter Thompson – Constitutional Services

1 **ELECTION OF CHAIR**

RESOLVED - that Councillor Shah be elected Chair for the duration of the meeting.

2 **APOLOGIES FOR ABSENCE**

There were no apologies for absence.

3 **URGENT BUSINESS**

There were no urgent items of business for the Committee to consider.

4 **DECLARATIONS OF INTERESTS**

There were no declarations of interests received.

5 **PUBLIC QUESTION TIME**

There were no public questions for this meeting of the Committee to consider.

6 **MINUTES**

RESOLVED - that the minutes of the meeting of the Shareholder Committee held on 3rd September 2020 be approved as a correct record.

7 **DEED OF TERMINATION OF PARTNERSHIP AGREEMENT
BETWEEN OLDHAM COUNCIL AND UNITY
PARTNERSHIP LIMITED**

The Committee considered a report of the Chief Executive concerning proposed future arrangements of Unity Partnership Limited.

On 24th January 2022, the Cabinet received a report regarding the Review of the Council's wholly owned Company, Unity Partnership Ltd (minute 6 refers). The report highlighted the priority for the Council to deliver resident focused services and considered that, central to this priority, is to have a one Council approach – delivering for our residents, businesses and communities. The Cabinet accepted that the transfer of Services provided by Unity Partnership Ltd (the Company) back to the Council was in line with our one Council approach and considered that agreeing to such an approach would allow the Council to realise benefits of performance, service improvements and efficiencies, thus having a positive impact on both staff and residents of Oldham.

Following receipt of the report and having considered the associated options, the Cabinet had agreed a decision to: Transfer services back to the Council and retain Unity Partnership Ltd as a wholly owned company for a minimum period of 12 months whilst the Council considered its delivery vehicle for Traded Services.

Within the recommendations accepted by the Cabinet in making this decision was one specifically related to the current Partnership Agreement that is in place between the Council and the Company. This stated that Cabinet 'Agree to the Partnership Agreement between the Council and UPL be terminated and in doing so, authorise the Director of Legal Services or their nominated representative to sign all appropriate documentation necessary for the purpose of implementing the recommended option'.

The Unity Board of Directors agreed, at a Board meeting on 9th February 2022, to accept a Heads of Terms that provided assurance on corporate governance, legal, company liabilities and risk, employee arrangements and other key elements. These Heads of Terms were developed in consultation with officers from the Council and Unity and were approved by legal advisors. The Board of Directors also agreed to waive the reduced notice period (to reduce from 12 months).

The Deed of Termination had been approved by Unity Partnership Limited's Board of Directors on 30th March 2022. Therefore, this meeting of the Shareholder Committee was being asked to endorse and approve the Board of Directors' decision, which would allow the transfer to proceed with a completion date of 1st April 2022.

RESOLVED:

1. That the Committee notes the Deed of Termination (attached to the report at Appendix 1) that has been prepared by DWF LLP on behalf of Unity Partnership Limited and has been consulted upon with Oldham Council officers and Oldham Council legal advisors (Brabners LLP).
2. That the Committee notes that the Unity Board of Directors have considered and approved the Deed of Termination at their meeting on 30th March 2022.
3. That the Committee notes that Oldham Council's Cabinet have already agreed to the termination of the Partnership Agreement and have already authorised the Director of Legal Services to sign all appropriate documentation necessary to implement that decision.
4. That the Committee approves the decision of Unity Partnership's Board of Directors to agree the Deed of Termination and, in doing so, acknowledge that this will enable the Deed of Termination to be presented to Oldham Council's Director of Legal Services to undertake the appropriate signing and sealing of the Deed of

Termination on behalf of the Council to bring it into effect
(as detailed at 3 above).

The meeting started at 12.30pm and ended at 12.35pm



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By virtue of paragraph(s) 3 of Part 1 of Schedule 12A
of the Local Government Act 1972.

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