

# EXECUTIVE DECISION

made by a **Cabinet Member**



## REPORT OF ACTION TAKEN UNDER DELEGATED AUTHORITY BY AN INDIVIDUAL CABINET MEMBER


**Executive Decision Reference Number – DL09 25/26**

Decision	
<b>1</b>	<b>Title of decision:</b> DELT Shareholder Written Resolution, November 2025
<b>2</b>	<b>Decision maker:</b> Councillor Jemima Laing (Deputy Leader and Cabinet Member for Children's Social Care, Culture and Communications) acting as Leader.
<b>3</b>	<b>Report author and contact details:</b> Ian Trisk-Grove, <a href="mailto:ian.trisk-grove@plymouth.gov.uk">ian.trisk-grove@plymouth.gov.uk</a>
<b>4</b>	<b>Decision to be taken:</b> <ol style="list-style-type: none"> <li>1. To approve the Written Special Resolutions arising from decisions taken at the DELT Shared Services Ltd - Shareholder Annual General Meeting which took place on 03 November 2025</li> <li>2. To delegate authority for the Service Director for Finance, in their capacity as shareholder representative, to sign the Written Special Resolutions on behalf of Plymouth City Council, and take all necessary actions to ensure their proper implementation.</li> </ol>
<b>5</b>	<b>Reasons for decision:</b> <ol style="list-style-type: none"> <li>1. To ensure that the written resolutions required to authorise the decisions taken at the Shareholder Annual General Meeting are properly authorised and implemented in line with the company's article of association.</li> </ol>
<b>6</b>	<b>Alternative options considered and rejected:</b> <ol style="list-style-type: none"> <li>1. To not approve these written resolutions.</li> </ol>
<b>7</b>	<b>Financial implications and risk:</b> <p>DELT Shared Services Ltd is a Teckal company and part of the authority's 'family of companies'. It is held under joint shareholder control alongside Devon ICB and North Somerset Council.</p> <p>Although the Written Special Resolutions do contain financial implications for the company, these are managed within the corporate entity and do not pose any direct financial risks to Plymouth City Council.</p>
<b>8</b>	<b>Legal Implications</b> <p>Approval of the Written Special Resolutions engages the Council's obligations under its Constitution and relevant company and public law frameworks:</p> <p><b>Council Governance Compliance</b></p> <p>Under Appendix 5 of the Council Constitution, decisions relating to Reserved Matters for Council-owned</p>

<p>companies must be taken by an Executive Decision. Approval of these resolutions ensures compliance with that requirement.</p> <p><b>Companies Act 2006 Requirements</b> The resolutions involve adoption of revised Articles of Association and the issue and transfer of shares. These actions must be carried out in accordance with the Companies Act 2006 and the Company's Articles. Failure to follow statutory procedure could render the resolutions invalid and expose the Council to legal challenge.</p> <p><b>Teckal Exemption and Procurement Law</b> DELT operates under the Teckal exemption, which permits direct award of contracts to controlled entities without competitive procurement. The introduction of new share classes and changes to governance must not compromise the Council's level of control or the proportion of activities undertaken for public sector owners, as this could invalidate the exemption and trigger procurement obligations.</p> <p><b>Subsidy Control Compliance</b> Under the UK Subsidy Control Act 2022, any economic advantage conferred through share issuance or transfer must be assessed to ensure it is consistent with market terms and does not constitute an unlawful subsidy.</p> <p>In addition, under the Subsidy Control Act, adjustments to director pay could amount to state aid or subsidy. The Council must therefore ensure these remuneration adjustments are proportionate, transparent, and documented, avoiding preferential treatment or disproportionate gifts</p> <p><b>To manage these legal issues the Council will ensure that:</b></p> <p>All decisions are recorded and supported by a clear commercial rationale;</p> <p>Actions are consistent with the Company's Articles and statutory requirements; and</p> <p>Governance safeguards remain intact to protect public sector control.</p>				
<b>9a</b>	<b>Is the decision a Key Decision?</b> <b>(Please contact <u>Democratic Support</u> for further advice)</b>	<b>Yes</b>	<b>No</b>	<b>Per the Constitution, a key decision is one which:</b>
			<b>x</b>	in the case of <b>capital</b> projects and contract awards, results in a new commitment to spend and/or save in excess of <b>£3million</b> in total
			<b>x</b>	in the case of <b>revenue</b> projects when the decision involves entering into new commitments and/or making new savings in excess of <b>£1million</b>
			<b>x</b>	is <b>significant</b> in terms of its effect on communities living or working in an area comprising <b>two or more</b> wards in the area of the local authority.
	<b>If yes, date of publication of the notice in the <u>Forward Plan of Key Decisions</u></b>	N/a		
<b>10</b>	<b>Please specify how this decision is linked to the Council's corporate plan/Plymouth Plan and/or the policy framework and/or the revenue/capital budget:</b>	DELT is a key partner for Plymouth City Council, supporting the wider deliverables of both the Corporate Plan and supporting in the council role for the Plymouth Plan.		

<b>I 1</b>	<b>Please specify any direct environmental implications of the decision (carbon impact)</b>	No direct impact – these decisions do not give rise to any specific environmental implications		
<b>Urgent decisions</b>				
<b>I 2</b>	<b>Is the decision urgent and to be implemented immediately in the interests of the Council or the public?</b>	<b>Yes</b>		(If yes, please contact Democratic Support ( <a href="mailto:democraticsupport@plymouth.gov.uk">democraticsupport@plymouth.gov.uk</a> ) for advice)
		<b>No</b>	<b>x</b>	<b>(If no, go to section I 3a)</b>
<b>I 2 a</b>	<b>Reason for urgency:</b>			
<b>I 2 b</b>	<b>Scrutiny Chair Signature:</b>		<b>Date</b>	
	<b>Scrutiny Committee name:</b>			
	<b>Print Name:</b>			
<b>Consultation</b>				
<b>I 3 a</b>	<b>Are any other Cabinet members' portfolios affected by the decision?</b>	<b>Yes</b>		
		<b>No</b>	<b>x</b>	<b>(If no go to section I 4)</b>
<b>I 3 b</b>	<b>Which other Cabinet member's portfolio is affected by the decision?</b>			
<b>I 3 c</b>	<b>Date Cabinet member consulted</b>			
<b>I 4</b>	<b>Has any Cabinet member declared a conflict of interest in relation to the decision?</b>	<b>Yes</b>		If yes, please discuss with the Monitoring Officer
		<b>No</b>	<b>x</b>	
<b>I 5</b>	<b>Which Corporate Management Team member has been consulted?</b>	<b>Name</b>	Si Bellamy	
		<b>Job title</b>	Chief Operating Officer	
		<b>Date consulted</b>	25 November 2025	

Sign-off								
16	Sign off codes from the relevant departments consulted:	Democratic Support (mandatory)		JS44 25/26				
		Finance (mandatory)		OW.25.26.095				
		Legal (mandatory)		LS/00003610/10/LB/11/12/25				
		Human Resources (if applicable)		N/a				
		Corporate property (if applicable)		N/a				
		Procurement (if applicable)		N/a				
Appendices								
17	R	Title of appendix						
	A	Briefing report for publication						
Confidential/exempt information								
18a	Do you need to include any confidential/exempt information?	Yes	x	If yes, prepare a second, confidential ("Part II") briefing report and indicate why it is not for publication by virtue of Part I of Schedule 12A of the Local Government Act 1972 by ticking the relevant box in 18b below.  (Keep as much information as possible in the briefing report that will be in the public domain)				
		No						
		Exemption Paragraph Number						
		1	2	3	4	5	6	7
18b	Confidential/exempt briefing report title:  Briefing Note re DELT Written Resolutions (Nov25)(Part 2)			X				
Background Papers								
19	Please list all unpublished, background papers relevant to the decision in the table below.  Background papers are <u>unpublished</u> works, relied on to a material extent in preparing the report, which disclose facts or matters on which the report or an important part of the work is based. If some/all of the information is confidential, you must indicate why it is not for publication by virtue of Part I of Schedule 12A of the Local Government Act 1972 by ticking the relevant box.							
Title of background paper(s)		Exemption Paragraph Number						

	1	2	3	4	5	6	7
Cabinet Member Signature							
20	I agree the decision and confirm that it is not contrary to the Council's policy and budget framework, Corporate Plan or Budget. In taking this decision I have given due regard to the Council's duty to promote equality of opportunity, eliminate unlawful discrimination and promote good relations between people who share protected characteristics under the Equalities Act and those who do not. For further details please see the EIA attached.						
Signature			Date of decision		11 December 2025		
Print Name	Councillor Jemima Laing (Deputy Leader and Cabinet Member for Children's Social Care, Culture and Communications)						