



## Agenda

**Meeting**      **Shareholder Committee**

**To:**            **Councillors Carl Les (Chairman), Gareth Dadd and Mark Crane.**

**Date:**        **Tuesday 24 March 2026**

**Time:**        **12.30 pm**

**Venue:**      **Meeting Room 3 - County Hall**

### Business

1.      **Apologies for Absence**
2.      **Minutes of the meeting held on 21 October 2025** **(Pages 3 - 6)**
3.      **Declarations of Interest**  
All Members are invited to declare at this point any interests they have in items appearing on this agenda, including the nature of those interests.
4.      **Public Questions and Statements**  
Members of the public may ask questions or make statements at this meeting if they have given notice to Elizabeth Jackson, Principal Democratic Services Officer and supplied the text (contact details below) by midday on Thursday 19 March 2026, three working days before the day of the meeting. Each speaker should limit themselves to 3 minutes on any item. Members of the public who have given notice will be invited to speak:
  - at this point in the meeting if their questions/statements relate to matters which are not otherwise on the Agenda (subject to an overall time limit of 30 minutes)
  - when the relevant Agenda item is being considered if they wish to speak on a matter which is on the Agenda for this meeting

If you are exercising your right to speak at this meeting, but do not wish to be recorded, please inform the Chair who will instruct anyone who may be taking a recording to cease while you speak.
5.      **Exclusion of the Public**  
Members are recommended to exclude the public from the meeting during consideration of each of the items of business listed in Column 1 of the following table on the grounds that they each involve the likely disclosure of exempt information as defined in the paragraph(s) specified in column 2 of Part 1 of Schedule 12A to the Local Government Act 1972 as amended by the Local Government (Access to information)(Variation) Order 2006:

Item number on the agenda	Paragraph Number
6	3

- 6. Border to Coast Governance Documents (Pages 7 - 132)**
- 7. Work Programme (Pages 133 - 134)**  
Purpose of the Report: To consider and develop the Work Programme for the Shareholder Committee
- 8. Any Other Items**  
Any other items which the Chair agrees should be considered as a matter of urgency because of special circumstances
- 9. Date of Next Meeting - 21 July 2026**

**Members are reminded that in order to expedite business at the meeting and enable Officers to adapt their presentations to address areas causing difficulty, they are encouraged to contact Officers prior to the meeting with questions on technical issues in reports.**

Members of the public are entitled to attend this meeting as observers for all those items taken in open session. You may be interested in [subscribing to updates](#) about this or any other North Yorkshire Council committee.

Recording is allowed at Council, committee and sub-committee meetings which are open to the public. Please give due regard to the Council's protocol on audio/visual recording and photography at public meetings. We ask that any recording is clearly visible to anyone at the meeting and that it is non-disruptive.

Anyone wishing to record is asked to contact the Democratic Services Officer (details below) prior to the start of the meeting.

#### **Contact Details**

For enquiries relating to this agenda and meeting please contact:

Elizabeth Jackson, Principal Democratic Services Officer

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Barry Khan  
Assistant Chief Executive Legal and Democratic Services  
County Hall  
Northallerton

Monday 16 March 2026

## North Yorkshire Council

### Shareholder Committee

Minutes of the meeting held on Tuesday, 21 October 2025 commencing at 12.30 pm.

Councillor Carl Les in the Chair. Councillors Gareth Dadd and Mark Crane.

Officers present: Richard Flinton, Gary Fielding, Barry Khan, Kerry Metcalfe and Elizabeth Jackson.

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**Copies of all documents considered are in the Minute Book**

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#### **76 Apologies for Absence**

There were no apologies for absence.

#### **77 Minutes of the meeting held on 2 September 2025**

##### **Resolved**

That the Minutes of the meeting held on 2 September 2025, having been printed and circulated, be confirmed as read and signed by the Chair as a correct record.

#### **78 Declarations of Interest**

There were no declarations of interest.

#### **79 Public Questions and Statements**

There were no public questions or statements.

#### **80 Brierley Group 2025/26 Quarter 1 Financial Performance Report**

The report of the Assistant Director Commercial, Property and Procurement, providing a Quarter 1 financial and performance update for 2025/26 for the companies that made up the Brierley Group.

Kerry Metcalfe, Assistant Director Commercial, Property and Procurement introduced the report, providing an overview of performance and highlighting the Quarter 1 achievements and challenges for the individual companies. She drew members' attention specifically to the positive performance of the Group with a forecast pre-tax profit of £4.416m and a total shareholder value of £13.3m.

All companies were forecasting a profit for Quarter 1. Align was showing a strong performance with the Committee requested to authorise the payment of a £1m dividend to North Yorkshire Council. Brierley Homes was forecasting a profit of £348k for the year based on the financial information as at Quarter 1 on the basis of predicted sales being achieved. It was noted that there had been some delays with projected sales so the position is being closely monitored by the company, and the financial projections will be

updated at Quarter 2 reporting, with the next report to Shareholder Committee being Quarter 3 reporting in March 2026.

The Committee received a detailed update on Brierley Homes following the outcome of the independent review, which was reported to the Executive in September. Consideration was given to plans and actions to be taken and future options for the Company.

It was proposed that North Yorkshire Highways Limited add general property compliance, maintenance and repair works as well as general capital building schemes to its portfolio of works to enable it to undertake property compliance and maintenance for North Yorkshire Council when the current contract expired in January 2026. Approval was sought to make the necessary changes to NY Highways Ltd's governance documents and for it to enter into contract with the Council to deliver responsive repairs and other schemes.

Members noted the report and thanked officers for the update.

### **Resolved**

That the Shareholder Committee

- 1) note the report and the Brierley Group Q1 Financial Performance for the 2025/26 year.
- 2) approve the Written Resolution at Appendix B for the payment of a dividend of £1 million to The North Yorkshire Council by Align Property Partners Limited.
- 3) authorise the Chief Executive (as Shareholder Representative) to sign the Written Resolution and any other relevant shareholder resolutions relating to this dividend.
- 4) provide approval to make the necessary changes to NY Highways Ltd's governance documents to include general property compliance, repair and maintenance works as well as larger capital schemes.
- 5) provide approval for NYH to enter into contract with the council to deliver its general property compliance, repair and buildings works as well as larger capital schemes.

## **81 Commercial Governance Review**

Considered – A report of the Corporate Director Resources which provided an update to the Commercial Governance Review report presented to the Audit Committee on 18 March 2024 and Shareholder Committee on 19 March 2024, and which considered feedback from a recent review undertaken by Veritau. The report set out progress on the eleven recommendations identified in the March 2024 reports. The report had also been considered by the Audit Committee on 29 September 2025 and paragraph 5.10 of the report had been updated to reflect the points raised by Audit Committee members.

The Assistant Director Commercial, Property and Procurement (ADCPP), presented the report and noted that despite some key staff vacancies, good governance arrangements remained in place, there were no risks and vacant posts had been backfilled.

The committee considered paragraph 5.10 of the report which provided an update to Recommendation 5 that Board membership be reviewed and consideration given to whether elected members should stand down as directors for certain companies on the basis that the Shareholder Committee provided elected member oversight. CIPFA guidance provided recommendations in relation to elected members holding directorships in

local authority companies and the potential for conflicts of interest which might make it difficult to take decisions effectively.

Some members of Audit Committee had raised concerns with the proposal not to include elected members on company boards, and in response the issue had been considered further by members of Brierley Board and NYC officers. The ADCPP confirmed that it had been concluded that the Shareholder Committee was the appropriate forum for the oversight and governance of the council's commercial entities and other members could attend Shareholder Committee as observers, as it was a committee of the council held in public. For Veritau Ltd and Yorwaste Ltd which were jointly owned with City of York Council elected members would continue to sit on the Boards and CYC required their members to sit on the Boards.

The committee considered the CIPFA guidance and supported the recommendation that elected members be removed from company Boards and instead be given observer status for those Boards where the company is delivering policy objectives for the Council. The Assistant Chief Executive Legal and Democratic noted that NYC voting rights may need to be considered and updated where elected members have been removed from company boards to ensure NYC control is not diluted.

### **Resolved**

That the Shareholder Committee

- 1) Note the actions set out in section 5 of this report
- 2) Approve that in line with CIPFA guidance all elected member directorships on NYC company boards will cease and those members be given observer status, except where the company is jointly owned with City of York Council, and that voting rights be reviewed where members had been removed. Authority be delegated to the Assistant Chief Executive Legal and Democratic to implement any changes to voting rights
- 3) Note that elected members are welcome to attend Shareholder Committee as observers

### **82 Work Programme**

Members considered and endorsed the work programme for the Committee for the remainder of 2025/26.

### **83 Date of Next Meeting – 24 March 2026**

The meeting concluded at 1.28 pm.

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## Shareholder Committee Work Programme 2025/2026

Meeting Date	Items of Business
<b>24 March 2026 @ 12:30 pm</b>	<ol style="list-style-type: none"><li data-bbox="488 360 1310 427">1. <b>Border to Coast Pensions Partnership governance documents</b></li><li data-bbox="488 450 930 483">2. <b>Work Programme 2025/26</b></li></ol>

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