

REPORT REFERENCE NO.	SC/24/4
MEETING	SHAREHOLDER COMMITTEE
DATE OF MEETING	22 JULY 2024
SUBJECT OF REPORT	FORWARD PLAN 2024-25
LEAD OFFICER	Clerk to the Authority (& Monitoring Officer)
RECOMMENDATIONS	<i>That, subject to any additions/amendments as may be indicated at the meeting, the Forward Plan for 2024-25, as appended to this report, be approved.</i>
EXECUTIVE SUMMARY	<p>The appendix to this report sets out a Forward Plan for submission of items to meetings of this Committee during the 2024-25 municipal year.</p> <p>Since the inception of the Shareholder Committee in February 2024 (Minute DSFRA/23/36 refers) work has been undertaken, in conjunction with Red One Ltd., to formulate a way forward and this Forward Plan sets out proposals for a structured approach to provide the necessary oversight of the company at the strategic level.</p> <p>This Forward Plan is iterative and items can be added as appropriate during the course of the year should the need arise.</p>
RESOURCE IMPLICATIONS	Nil.
EQUALITY RISKS AND BENEFITS ANALYSIS	Not applicable.
APPENDICES	A. Forward Plan 2024-25
BACKGROUND PAPERS	<p>Report DSFRA/24/7 & associated Minute DSFRA/23/36</p> <p>Report DSFRA/24/18 & associated Minute DSFRA/24/4</p>

1. **INTRODUCTION**

1.1. The current Terms of Reference for this Committee provide that it has responsibility for:

Advisory ONLY

- To review annual objectives and measures for evaluating performance proposed by ROL Board and provide feedback for ROL Board's consideration before final approval of annual objectives.
- To provide feedback annually to the Board of ROL on their proposed executive and non-executive remuneration (including performance related pay and taxable benefits).
- To provide feedback on the rules for evaluating performance-related pay and make comments for consideration by the Board of Red One, before final approval of the annual objectives.
- To consider and recommend the remuneration of the ROL independent non-executive Chair, following a recommendation from the ROL Board and their Remuneration Committee.
- To recommend a specified way forward pertaining to the ROL/DSFRS relationship which cannot be resolved through Officer engagement.
- To recommend any proposed change to Red One Ltd. Articles of Association.
- To consider and submit a dividend distribution proposal to the Authority (as Shareholder).
- To consider any Business Plan prepared by Red One Ltd. and make any recommendation as appropriate to the Authority.
- To direct the Board of Directors of Red One Ltd. to take a desired course of action.
- To consider all other matters reserved to the Shareholder (where not specified within the remit of another Committee) as detailed within Red One Ltd. Articles of Association and make a recommendation thereon to the Authority (as Shareholder).

Matters with Delegated Power to Act

- To undertake financial and performance monitoring on a quarterly basis— (to be transferred from Resources Committee);
- To review the annual performance review of the Chair of ROL undertaken by the Board of ROL and provide feedback to the Chair and/ or Board of ROL
- To undertake quarterly engagement with Authority Members appointed as Directors to the Board of Red One Ltd.

- 1.2. A Forward Plan, as included at Appendix A of this report, sets out proposed reporting arrangements in light of these Terms of Reference, albeit that it is still early days for the Committee and matters may arise in due course which the Committee considers should be addressed.

SAMANTHA SHARMAN
Clerk to the Authority (& Monitoring Officer).