

Medway Council
Meeting of Cabinet Sub Committee (Kyndi Ltd Shareholder Board)

Tuesday, 11 June 2024

5.47pm to 6.36pm

Record of the meeting

Date of publication: 13 June 2024

Subject to call-in these decisions will be effective from 21 June 2024
The record of decisions is subject to approval at the next meeting of the Sub Committee

Present: Councillor Murray Deputy Leader of the Council
(Chairperson)
Councillor Curry, Portfolio Holder for Climate Change and Strategic Regeneration

In Attendance: Claire Beaumont, Chief Finance Officer, Kyndi Ltd
Jackie Brown, Assistant Director Adult Social Care
Clare Burgess, Kyndi, Kyndi Ltd
Nicola Couchman, Democratic Services Officer
Bhupinder Gill, Assistant Director, Legal and Governance
Phil Watts, Chief Operating Officer
Ashley West, Chair of the Board, Kyndi Ltd

1 Apologies for absence

An apology of absence was received from Councillor Osborne.

2 Record of Decisions

The record of the meeting held on 31 January 2024 was agreed by the Sub-Committee and signed by the Chairperson as correct

3 Declarations of Disclosable Pecuniary Interests and Other Significant Interests

Disclosable pecuniary interests

There were none.

Other significant interests (OSIs)

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There were none.

Other interests

There were none.

4 Report by the Board of Directors

Background:

This report set out the following documents, submitted by the Kyndi Board of Directors for consideration of and comment by the shareholder board (this Sub Committee):

Non-executive director skills / experience matrix

Non-executive director recruitment process

Remuneration Policy

The documents were set out at Appendix 1 to the report.

Decision number:

Decision:

The Sub Committee noted the content of the report and its appendix.

The Sub Committee provided a steer on how they would like Kyndi Ltd to proceed in ensuring that future recruitment of Non-executive directors encouraged applicants with relevant lived experience.

Reasons:

The Sub Committee considered the recommendations set out in the report and noted those which were relevant to each report received to make sure that the shareholders views were communicated to the company and that the Council's objectives for the company were being delivered.

5 Kyndi Strategic Plan

Background:

This report presented the strategic plan for Kyndi 2024 – 2027 which was attached at Appendix 1 to the report. It presented the strategic decisions and initiatives, including goals and objectives for the short, medium, and long term.

Exempt Appendices to the report set out the proposed group structure and business growth opportunities.

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Decision number:

Decision:

3/2024

The Sub Committee agreed the Strategic Plan as set out at Appendix 1 to the report.

4/2024

The Sub Committee noted the proposed group structure for the Kyndi Group, was as set out at Exempt Appendix 1 to the report and requested that further work was undertaken including a workshop with the shareholder board.

5/2024

The Sub Committee noted the business growth opportunities as set out at Exempt Appendix 2 to the report and requested that further work was undertaken including a workshop with the shareholder board.

Reasons:

The Sub Committee approved the recommendations above to improve the corporate governance of the Council's LATCOs.

6 2023/24 Year End Financial Report

Background:

This report set out the 2023/24 financial year end report for Kyndi Ltd. The company was incorporated in December 2015 and had completed its eighth full year of trading, although the company's name was changed to Kyndi Ltd in March 2021. The report explained that work on the final audited financial statements was ongoing, with final sign-off by the Board scheduled for 5 September 2024. Net profit before tax (PBT) was over £308,000, significantly higher than the budgeted level, although £93,000 represented an exceptional item from stock and fixed asset revaluation. Both turnover and gross margin had exceeded budget and non-operating costs came in under budget.

An Exempt Appendix to the report set out the Kyndi Ltd 2023/24 Year End Financial Report.

Decision number:

Decision:

The Sub-Committee noted the contents of the report and its Exempt Appendix.

Reasons:

In order to fulfil its role as shareholder, on behalf of the Council, the sub-committee must be appraised of the financial performance and position of the company.

7 Exclusion of the Press and Public

The Committee agreed that the press and public be excluded from the meeting during the consideration of the exempt material relating to agenda item 7 because consideration of these matters in public would disclose information falling within one or more categories of exempt information contained in Schedule 12A of the Local Government Act 1972 as specified in agenda item 8 and, in all the circumstances of the case, the Committee considered that the public interest in maintaining the exemption outweighed the public interest in disclosing the information.

8 Review of the Company's Risk Register

Background:

This report set out the Strategic Risk Register for Kyndi Ltd. This had been prepared by the company in a format that allows risks to be ranked and prioritised.

The Risk Register which was regularly reviewed by the Board, was comprehensive, including closed risks and those being managed under 'business as usual', in addition to those which required further management action. The Sub-Committee were requested to note 4 risks which had been categorised as high risk under the Lundi Ltd scoring convention.

An Exempt Appendix to the report set out the Kyndi Ltd Strategic Risk Register.

***Decision
number:***

Decision:

The Sub-Committee noted the contents of the report and its exempt appendix.

Reasons:

In order to fulfil its role as shareholder, on behalf of the Council, the sub-committee must be regularly updated regarding the risks affecting the company and its activity and the action being undertaken to manage those risks.

Chairperson

Date:

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