

COUNCIL:

24 NOVEMBER 2022

**REPORT OF THE DIRECTOR OF GOVERNANCE AND LEGAL
SERVICES AND MONITORING OFFICER**

**APPOINTMENT OF MEMBERS TO SERVE ON OUTSIDE BODIES –
MILLENNIUM STADIUM PLC**

Reason for the Report

1. To consider the re-appointment of the Council's Independent Non-Executive Director of Millennium Stadium plc.

Background

2. The appointment of Members to serve on outside bodies is a Local Choice function under the Local Authorities Executive Arrangements (Functions and Responsibilities) (Wales) Regulations 2001, as amended. The Constitution provides that this matter is reserved for Council which will, from time to time, receive nominations and make these appointments.

Millennium Stadium plc

3. Millennium Stadium plc is owned by the Welsh Rugby Union (WRU), but the Council has a number of rights, as the Special Shareholder in the Company, which are set out in the Company's Articles.
4. The Company's Articles provide that the Board of Directors shall have a maximum of eleven Directors. The WRU is entitled to appoint a maximum of six Directors; and the Council, as the Special Shareholder, is entitled to appoint a maximum of five representatives to serve as Non-Executive Directors on the Board of the company. However, following agreement with the WRU in October 2018 to reduce the membership of the Board, the Council currently appoints one elected member (usually the Leader of the Council or a Cabinet Member), one officer (usually the Chief Executive) and one independent person as Non-Executive Directors.
5. The Council's appointed Independent Non-Executive Director to the Board of Millennium Stadium plc is currently Mr Sameer Rahman, who was appointed

by Council on 28 November 2019 following a public appointment process. His current 3-year term of office is due to expire on 6 January 2023.

6. The other two Council-appointed Non-Executive Directors to the Board of Millennium Stadium plc are currently the Leader of the Council, Councillor Huw Thomas, and the Chief Executive.
7. It is proposed that Mr Rahman be re-appointed for a further 3-year term of office to 6 January 2026 as a result of the disruption caused by the Covid-19 pandemic to the operation of the Millennium Stadium and work of the Company's Board during the last three years. Mr Rahman has confirmed his agreement to continuing in the role for a further 3-year term.

Legal Implications

8. The legal implications are contained within the body of the report.

Financial Implications

9. There are no direct financial implications arising from this report.

RECOMMENDATION

Council is recommended to approve the re-appointment of Mr Sameer Rahman as an Independent Non-Executive Director to Millennium Stadium plc for a further 3-year term to 6 January 2026.

DAVINA FIORE

Director of Governance & Legal Services and Monitoring Officer

18 November 2022

Background Paper

Council Report, 28 November 2019: Appointment of Members to Serve on Outside Bodies – Millennium Stadium plc