

Part 3A Appendix 2

SHAREHOLDERS REPRESENTATIVES

The officers specified below are authorised to exercise the powers of the shareholders representative for the company or companies indicated in the table and subject to any limitations specified in the table.

Company	Officer
Cumbria County Holdings Limited and Group Companies	Director of Finance
Border to Coast Pensions Partnership Limited	<p>Director of Finance</p> <p>Authorised to act in the following circumstances:</p> <ol style="list-style-type: none">1. In consultation with the Chair of the Pensions Committee (or in his or her absence the Vice Chair) to make the following decisions on behalf of the Council as shareholder of the Border to Coast Pensions Partnership:<ol style="list-style-type: none">1.1. to enter into or materially vary any licence or other similar agreement relating to intellectual property to be licensed to or by the Company which is otherwise than in the ordinary course of the Business;1.2. to approve the appointment of the auditors of the Company;1.3. to alter the Company's accounting reference date;1.4. to make any significant change to any of the Company's accounting or reporting practices other than conforming with any changes made to the accounting standards adopted by the Company;1.5. to approve the annual accounts of the Company;

1.6. to enter into or vary any operating lease either as lessor or lessee, of any plant, property or equipment of a duration exceeding 5 years or involving aggregate premium and annual rental payments in excess of £100,000 (unless provided for in the Initial Strategic Plan or any Subsequent Strategic Plan);

1.7. to approve the adoption of (and any amendment of) any written conflicts policy; and

1.8. to approve any conflict or potential conflict of interest any director may have which would preclude him or her from being included in the quorum of any meeting of the directors.

2. In consultation with the Chair of the Pensions Committee (or in his or her absence the Vice Chair) to make any other decisions reserved to the Council as shareholder of the Border to Coast Pensions Partnership where a shareholder decision is urgent and cannot reasonably be deferred, provided that all decisions taken are reported to the next meeting of the Pensions Committee.