

Dorset Innovation Park Ltd

Governance Report

Prepared for November 4th 2026 Shareholder Committee Meeting PUBLIC, DECISION REQUESTED

1.0 Governance and Remuneration Committee

The DIP Ltd Board has approved the Terms of Reference for the Governance, Appointments and Remuneration Committee (GARC) that will support the Board by providing oversight, advice and recommendations on Company governance, composition, senior personnel appointments, succession planning and remuneration of Board members including the Managing Director. The Committee is required to meet three times per year.

2.0 Policies

2.1 The DIP Board approved the Corporate Governance Manual in August and at the October Board meeting, reviewed and approved the next level documents:

- Reserved Matters Schedule, which details how the matters reserved to the Shareholder as described in the Services agreement, are to be implemented through matters reserved to the Board of Directors and Executive team
- Delegated Authority Framework, which establishes the authority delegated by the Board to officers of the Company
- Financial Policy, which establishes the framework for the proper stewardship of the financial affairs of the Company
- Procurement and Contract Management Policy, which establishes the principles and procedures governing the procurement of goods, services and works by the Company
- Risk Management Framework, which establishes a consistent approach to identifying, assessing, managing, monitoring and reporting risk across the Company. This Framework applies to all activities undertaken by or on behalf of the Company.

These documents form the main operating framework for the Company

2.2 The following DIP Ltd policies have been agreed by the Board, in line with the Services Agreement, dated 10th April 2026:

- Modern Slavery and Human Trafficking,
- Ethics hospitality and Anti-Bribery,
- Directors and Staff Expenses

2.3 Other policies approved to date:

- Corporate Governance Manual
- Conflicts of Interest Policy
- Diversity, Equity and Inclusion policy
- Whistleblowing policy

2.4 Policies under development include:

- Health & Safety (although this only mandated by Health & Safety at Work Act 1974 for companies with more than 5 employees)
- Environmental Social and Governance (ESG)
- Data management
- Enquiries and complaints
- Site security
- Brand and communication
- Cyber security

3.0 Finance Audit and Risk

3.1 The Board have agreed that Finance, Audit and Risk matters will be dealt with by the full Board and not delegated to a sub-committee.

3.2 For the financial year 2026/27, DIP Ltd will remain well below the statutory audit thresholds and the financial activity of DIP Ltd is comparatively straightforward, comprising mainly payroll, professional fees, limited event income and management-service funding from Dorset Council. For this year, the more complex property-related income and expenditure is administered separately by CBRE, while DIP Ltd's statutory accounts are prepared by an ICAEW-regulated firm. In these circumstances and given that indicative audit fees have been approximately £20,000, the additional assurance obtained from a full external audit is unlikely to be proportionate to its cost at this stage. It is therefore recommended that the Shareholder agree that DIP Ltd may claim the available small-company audit exemption for the current financial year, provided that there is no contrary requirement in the company's articles, shareholder agreement or other governing documents.

Decision Required:

Following the DIP Ltd Board Meeting on 14th October 2026, we are requesting that the Council support the decision for DIP Ltd to claim small-company audit exemption for financial year 2026/27