

STATES OF JERSEY



STATES OF JERSEY DEVELOPMENT COMPANY: APPOINTMENT OF NON- EXECUTIVE DIRECTOR

Lodged au Greffe on 23rd March 2021
by the Minister for Treasury and Resources
Earliest date for debate: 20th April 2021

STATES GREFFE

PROPOSITION

THE STATES are asked to decide whether they are of opinion –

- (a) to appoint Carolyn Dwyer as an additional Non-Executive Director of The States of Jersey Development Company Limited (“SoJDC”) for an initial period of 3 years, in accordance with the Memorandum and Articles of Association, to take effect from the delivery to the Company of the notice referred to in paragraph (b) below; and
- (b) to authorise the Greffier of the States, for and on behalf of the States, to deliver a notice to SoJDC in accordance with Article 21(b) of the Memorandum and Articles of Association to give effect to such appointment.

MINISTER FOR TREASURY AND RESOURCES

REPORT

In 2010 the States Assembly through adopting P.73/2010 approved the establishment of SoJDC as the successor to the Waterfront Enterprise Board Limited. In approving P.73/2010 the Assembly further approved the revised Articles of Association of the Company (“Articles”). Article 23 of the Articles contain provisions relating to the number of Directors and Articles 29 & 30 cover the appointment and retirement of Directors.

The new company, with a revised remit, came into effect in June 2011 following adoption by the States Assembly of P.32/2011 appointing a new board of Non-Executive Directors.

In approving P.70/2020, the States Assembly approved changes to the Articles of Association of the Company which, *inter alia*, permitted the appointment of additional non-executive directors to assist with future succession planning and board diversity.

A formal process has been conducted with the objective of recruiting an additional Non-Executive Director, the outcome of which is covered below.

The Board of SoJDC, at a board meeting held on 10 March 2021, approved the appointment of Carolyn Dwyer as an additional Non-Executive Director of SoJDC, subject to States Assembly approval.

Non-Executive Director

After an extensive and targeted search, which included both local and national advertising (including the “Woman on Boards” website), the process resulted in 6 candidates being eligible for short-listing. SoJDC received a total of 48 applications, 17 of which were female candidates and 31 were male candidates. Whilst the majority of candidates were based in England (29) and Jersey (15), applications were also received from Ireland (2), the Isle of Man (1) and the United States of America (1). All shortlisted candidates were female.

SoJDC’s proposed candidate is Carolyn Dwyer.

Carolyn Dwyer was, until recently, the Director of Built Environment for the City of London. The strategic objective of the City of London is to create a world class international centre for financial and professional services. Carolyn’s department had a vital role in maintaining the international competitiveness of the City, this included the development of buildings, public realm, transport, digital and infrastructure systems.

Carolyn was also responsible for developing policy framework for planning in the city which included spatial allocation, transport, environment, housing, smart city, culture, security, climate resilience and digital infrastructure.

A full copy of Carolyn’s Bio is attached at the Appendix.

The Jersey Appointments Commission has been consulted on this appointment and, as the appointment is of a Non-Executive Director, their approval did not need to be provided.

Minister's recommendation for appointment

The candidate is of extremely high calibre and will bring with her a very strong set of skills, expertise and experience.

The Minister therefore recommends that Carolyn Dwyer be appointed as additional Non-Executive Director of SoJDC for an initial period of 3 years, in accordance with the Memorandum and Articles of Association.

The appointment will take effect following the delivery to SoJDC of a written notice by the Greffier of the States in accordance with Article 21(b) of the new Memorandum and Articles.

The Minister is confident that the new Non-Executive Director will provide a strong balance of skills, expertise and technical backgrounds that will help contribute to the continued success of the SoJDC. The Board comprises an outstanding mix of both on- and off-Island experience, in order to ensure that the complex local environment is well understood and represented at the strategic level.

Financial and manpower implications

The remuneration for the post of Non-Executive Director to The States of Jersey Development Company is £22,000 for a minimum of 15 days commitment per annum. This remuneration level was set in 2018 and has not been subsequently changed.

The proposed remuneration level is regarded as appropriate, given the size of the organisation and the need to attract the right calibre of individual to the role. The remuneration broadly reflects that of other comparable organisations. The cost of remuneration will be borne by the SoJDC and not by the States of Jersey.

There are therefore no financial or manpower implications for the States arising from the adoption of this proposition.

Appendix

Carolyn Dwyer

Carolyn Dwyer is an innovative leader with an exceptional understanding of corporate governance and placemaking. Her passion is developing and advocating for inclusive places and delivering ground-breaking placemaking, master planning and transport strategies, major infrastructure projects and regeneration that meet the current and future needs of their communities and stakeholders. Carolyn has 34 years' experience in placemaking and regeneration having held leading roles in the built environment in the City of London and a number of local authorities in the South East. Carolyn has recently been appointed as the Strategic Director Development, Growth and Regeneration at the London Borough of Sutton, and prior to that worked as the Director of Built Environment at the City of London Corporation (2015 to 2021) and the Director of Communities, Housing and Environment for the London Borough of Lambeth (2009 to 2015).

Carolyn is a Non-Executive Director of Shoreham Port Authority, a Member of the Office of Road and Rail Regulation Expert Panel and a Commissioner for the National Preparedness Commission.

Carolyn holds a Degree in Civil Engineering, a Diploma in Transportation, a Diploma in Management, is a Chartered Member Institution of Logistics and Transport, a Fellow of the Chartered Institution of Highways and Transportation, a Fellow of the Institute of Couriers and a Member Institute of Directors.