

STATES OF JERSEY



STATES OF JERSEY DEVELOPMENT COMPANY LIMITED: RE- APPOINTMENT OF A NON-EXECUTIVE DIRECTOR

Lodged au Greffe on 21st March 2024
by the Minister for Treasury and Resources
Earliest date for debate: 30th April 2024

STATES GREFFE

PROPOSITION

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

- (a) to re-appoint Carolyn Dwyer as a Non-Executive Director of The States of Jersey Development Company Limited for a further period of up to three 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 The States of Jersey Development Company Limited in accordance with Article 21(b) of the Memorandum and Articles of Association to give effect to the appointment.

MINISTER FOR TREASURY AND RESOURCES

REPORT

Background

The States agreed at its meeting on 13th October 2010 to establish The States of Jersey Development Company Limited, which forms part of the arrangements for structuring the planning, development and implementation of major property and associated infrastructure regeneration projects in Jersey. The States of Jersey Development Company Limited has a key role in this as the delivery vehicle for property development on behalf of the States of Jersey.

The States also agreed at its meeting on 13th October 2010 to approve a new Memorandum and Articles of Association for The States of Jersey Development Company Limited and authorised the Greffier of the States for and on behalf of the States to pass, together with the Treasurer of the States, one or more special resolutions of the company to adopt the Memorandum and Articles.

These arrangements required the appointment of a Board of Directors comprising individuals with the skills, technical knowledge and standing to make the company a success. The Memorandum and Articles provide for the Board of Directors of the company to include –

- An independent Non-Executive Chairman appointed by the States;
- Between three and five independent Non-Executive Directors appointed by the States; and
- A Non-Executive Director appointed by the Minister for Treasury and Resources to represent his/her interests.

One of the current appointed Non-Executive Directors is reaching the end of her first three-year term and it is proposed that she is re-appointed for a further period of up to three years.

If she were to serve a full three-year term, this would bring her term of office to 6 years out of a maximum of nine years, the limit permitted in accordance with the SoJDC's Board's own governance policies and best practice as set out in the 2018 UK Corporate Governance Code.

Non-Executive Director

Carolyn Dwyer was appointed to the Board of the States of Jersey Development Company Ltd for an initial period of three years by the States Assembly on 22 April 2021 in approving P.24/2021..

Ms Dwyer has confirmed her willingness to continue as a Non-Executive Director for a further three-year period.

During her initial three-year period of office, the Company has completed the Horizon development and the third IFC building along with the associated extensive public realm. This has been achieved against a background of strong and challenging public interest and government scrutiny. The successful outcome of these developments is in no small part due to the commitment, determination and skills of the Board in directing and overseeing the activities of the Company.

Minister's recommendation for re-appointment

The candidate is of an extremely high calibre and has brought with her a very strong set of skills, expertise and experience. Ms Dwyer has extensive experience in public place making and delivering ESG objectives, with a particular focus on Social objectives.

She was 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. Her 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.

Ms Dwyer 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.

The Minister therefore recommends that Carolyn Dwyer be re-appointed as Non-Executive Director of The States of Jersey Development Company Limited for a further maximum period of three years in accordance with the Memorandum and Articles of Association.

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

A brief biography in support of the re-appointment is attached in the Appendix to this Report.

The Minister is confident that the Non-Executive Director will continue to contribute to the Board's strong balance of skills, expertise and technical backgrounds that will help contribute to the continued success of The States of Jersey Development Company. 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 staffing implications

There are no financial and/or staffing implications for the States arising from this decision.

Children's Rights Impact Assessment

A Children's Rights Impact Assessment (CRIA) has been prepared in relation to this proposition and will be available to read on the States Assembly website.

APPENDIX

Carolyn Dwyer

Carolyn is an innovative leader with an exceptional understanding of corporate governance, who's passion is in developing and advocating for inclusive places and public realm spaces that meet the current and future needs of their communities and stakeholders.

She was the Director of Built Environment at the City of London until January 2021, with responsibility for leading on planning the Future City looking 30 years ahead, as well as leading all services relating to planning, development, asset management, maintenance of around 100 structures including five Thames bridges, transportation, programme and project delivery, logistics and special events. She was also responsible for developing the policy framework for planning in the City including policies for spatial allocation, transport, environment, housing, smart city, culture and heritage, security, climate resilience and digital infrastructure.

Carolyn's previous roles include; a Non-Executive Director of Scottish Futures Trust, which leads the Scottish Governments £9bn development programme, and where she advocated for placemaking and for maximizing the environmental and social benefits of infrastructure delivered; and a Non Executive Director for Shoreham Port where she oversaw the development of run down and disused spaces on the Port into a modern business park, increasing income to support the Port, whilst also ensuring that the Port continually improved its environmental performance and biodiversity. She is also a Non Executive Director of the Society of Couriers, a Member of the Integrated Care Partnership Board and a Member of the London Life Sciences Advisory Board.

Carolyn is currently Director for Development, Growth and Regeneration for London Borough of Sutton, where she has secured investment of £750million to develop 100,000m² of life science development at the London Cancer Hub, and has brought 11,000m² of vacant premises on the High Street back into use, delivering a music venue, an independent cinema, DJ school, a flexible business hub, restaurant, rooftop garden, treatment rooms, a bespoke new home for Sutton College & new Council homes to make the High Street a destination.

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