

Extraordinary Council of Governor Meeting
Thursday 10th November 2022
Teams

Members

Nick Marsden (NM)	Chair
Kevin Arnold (KA)	Governor (Public)
Jane Podkolinski (JP)	Governor (Staff)
John Mangan (JM)	Governor (Public)
Lucinda Herklots (LH)	Lead Governor (Public)
Mary Clunie (MC)	Governor (Public)
Anisa Nazeer (AN)	Governor (Staff)
Peter Russell (PtR)	Governor (Public)
Paul Russell (PR)	Governor (Staff)
Barry Bull (BB)	Governor (Public)
John Parker (JPa)	Governor (Public)
Andy Rhind-Tutt (AR)	Governor (Public)
Angela Milne (AM)	Governor (Public)
Jayne Sheppard (JS)	Governor (Staff)

In Attendance

Kylie Nye	Head of Corporate Governance (minutes)
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Minute No.	Minute	Action
CoG 10/11/01	OPENING BUSINESS	
CoG 10/11/1.1	WELCOME AND APOLOGIES	
	NM welcomed everyone to the meeting and noted the following apologies:	
	<ul style="list-style-type: none"> x Joanna Bennett – Governor (Nominated) x Sarah Walker – Governor (Nominated) x Peter Kosminsky – Governor (Public) x Mark Brewin – Governor (Staff) x Tony Pryor Jones – Governor (Public) x Rich Rogers - Governor (Nominated) x Isabel Cardoso – Membership Manager 	
CoG 10/11/1.2	Matters Arising	
	There were no matters arising.	
CoG 10/11/2	APPROVAL	
CoG 10/11/2.1	Appointment of Non-Executive Directors	
	LH presented her report which asked the Council to approve the recommended NED Appointments following the conclusion of the recruitment process on 9 th November. JM noted that the recommendation	

within the report needed to be updated to reflect this was approving the NED appointments rather than chair (post meeting note: this was updated).

LH summarised the recruitment process, which had been supported by the recruiters, Gatenby Sanderson, and how the panel had come to a decision about the two NED candidates. LH explained that two candidates had withdrawn at late notice, with three candidates going through the stakeholder sessions and final panel interview.

LH recommended that the Council of Governor's appoint Debbie Beaven and Richard Holmes as Non-Executive Directors. It was noted that due to the composition of the Board, there could be no more than seven Non-Executive Directors alongside the Chair and therefore Richard Holmes' appointment would be as Associate NED until Paul Kemp left the organisation on 31st

