**ESCG Board – Extraordinary Meeting**

**Minutes**

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| Date | Wednesday 6 May | Time | 1 PM |
| Venue | Zoom | | |
| Chair | David Smith | | |
| **Membership**- David Smith (Chair), Rebecca Conroy, Kevin Cowley, Mark Fisher, Ian Mehrtens, Joanne Rogers, Gill Short, Derek Stevens, Angela Smith  In attendance –Becky Cooke, Mia Bryden | | | |
| **Apologies:** | | | |

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|  | Item | Action |
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|  | **Apologies**  No apologies were noted |  |
|  | **Declarations of Interest**  There were no declarations of interest. |  |
|  | **Seek resolution by Independent Governors re staff and student governors**  **Resolution**  It was **resolved** to omit staff and student governors from participating in decision making relating to senior post holder matters (Items 4-9) - as per ESCG I&As. |  |
|  | **Settlement and release of a senior post holder**  *Redacted - a named person employed at or proposed to be employed at the institution*  **Resolution**  It was **resolved** to approve the settlement agreement. |  |
|  | **Interim arrangements for cover for the leadership of the ESCG finance function**  *This section has been redacted for publication - a named person employed at or proposed to be employed at the institution*  **Resolution**  It was **resolved** to approve the interim arrangements for cover for the leadership of the ESCG finance function |  |
|  | **Acting CEO performance objective arrangements**  *Rebecca Conroy exited for this discussion*  *This section has been redacted for publication - a named person employed at or proposed to be employed at the institution*  **Resolution**  It was **resolved** that the Remuneration and Performance Committee will finalise the scrutiny of the Acting CEO's success criteria, with advice from Sam Parrett (NLFE) the committee will oversee the review of performance. |  |
|  | **Governor recruitment update from Governance Development Committee**  The Governance Development Committee met earlier today (6 May 2020) and will be making a recommendation to the full Board to appoint four candidates to the role of Independent Governor.  It was noted that the four candidates demonstrated the necessary skills, knowledge and experience to ensure that the Corporation carries out its functions under Article 3 of the Articles of Government. Mia Bryden advised that all four candidates submitted a skills audit which, taken together, demonstrates they are from a range of backgrounds and professional experience which will enhance the Board's composite skills mix and add significant value. It was felt that all four candidates demonstrated attributes that suggested they would work collaboratively with colleagues on the Board and the Executive team. |  |
|  | **Dates for next meeting**  David Smith reminded the Board to continue to hold the 24 June for Board development activities and strategic planning and the 8 July for the next Board meeting and further collective planning. |  |
|  | **Special Committee update**  *This section has been redacted for publication - a named person employed at or proposed to be employed at the institution* |  |