



## Terms of Reference – Search and Governance Committee

### 1 Terms of Reference

- 1.1 The committee shall be responsible for nominating candidates for the approval of the Corporation on the appointment of Members other than Staff and Student Members
- 1.2 The committee will be responsible for determining the process for gathering, screening and shortlisting applications for Member vacancies on the Corporation, other than Staff and Student Members. The current processes are detailed in the 'Procedures for appointing Members Policy'
- 1.3 The committee will be responsible for determining the process by which Staff and Student Members are nominated and elected. The current processes are detailed in the 'Procedures for the Appointment of Staff and Student Governors Policy'.
- 1.4 The committee will develop and recommend to the Corporation the Governor induction, training, and development policy
- 1.5 The committee shall be responsible for considering and recommending the reappointment of existing members whose terms of office are coming to an end and recommending reappointment where applicable for the approval of the Corporation.
- 1.6 The committee shall from time to time consider and make recommendations to the Corporation on the Corporation's composition, which should aim to be reflective of the population served by the College, and on the procedures for appointment to the Corporation.
- 1.7 The committee shall have the power to employ the services of such external advisers as they deem necessary to fulfil their responsibilities.
- 1.8 To advise the Corporation on such other matters relating to membership and appointments as the Corporation may ask it to.
- 1.9 To review the skills mix of Governors to ensure the ability of the Corporation to undertake its responsibilities effectively.
- 1.10 To initiate searches for potential candidates through consultation with appropriate parties, and to interview candidates applying to become Governors.
- 1.11 To undertake annually a full review of the Corporation's membership structure, membership, and skills mix, and to advise the Corporation accordingly.
- 1.12 To undertake annually a review of training and development needs identified by Governors and an analysis of the Corporation's overall training needs.
- 1.13 To undertake a full review of the operation of governance annually and to make recommendations to the Corporation.

- 1.14 To make recommendations to Corporation on succession planning.
- 1.15 To review and make recommendations to the Corporation on the Self- Assessment process, and the overall performance of the Corporation.
- 1.16 The committee will advise the Corporation on governance matters, where appropriate and timely, including, but not limited to, those pertaining to the:
- Instrument & Articles of Governance
  - Statement of Governance Principles and Scheme of Delegation
  - Standing Orders for the Corporation and its Committees
  - Corporation Code of Conduct
  - Cycle of Business
  - Post-16 Audit Code of Practice
- 1.17 To keep the Instrument and Articles of Government under review, and to make recommendations to the Corporation.
- 1.18 To review and, where appropriate, respond to consultation documents from external bodies, or other matters that may impact upon governance.

## **2 Membership**

- 2.1 The Committee shall be appointed by the Corporation and consist of:
- Corporation Chair
  - Chair of Audit Committee
  - Chair of the Finance & Resources Committee
  - Chair of Education & Standards Committee
  - Principal
- 2.2 The Vice-Chair of the Corporation will be a member of the Committee in their capacity as Chair of a Corporation Committee and will deputise for the Chair of the Corporation as required.
- 2.3 The Clerk to the Corporation shall act as Clerk to the committee and shall keep appropriate records of the proceedings.

## **3 Election of Chair**

- 3.1 The Chair of the Corporation shall be the Chair of the Committee.

## **4 Quorum**

- 4.1 The quorum must be three members of the committee.

## **5 Frequency of Meetings**

- 5.1 The committee will meet at least 3 times each year and as required by the Corporation.

Approved by the Corporation: July 2022

Review frequency: Annual