



Search and Governance Committee Terms of Reference

(Revised by the Corporation 23 September 2003; 4 October 2005; 26 September 2006; 16 January 2007; 25 September 2007; 1 April 2008, 14 July 2009, 13 July 2010, 19 July 11, 29 May 12, 19 July 2016, 27 Mar 2018, 27 Nov 18)

1 Membership

- 1.1 The Committee shall be appointed by the Corporation and consist of:-
 - the Corporation Chair *ex officio*
 - the Corporation Vice-Chair *ex officio*
 - the Principal *ex officio*
 - three persons who shall be independent Corporation Members (non *ex officio* members must not be members of remuneration committee).
- 1.2 The Vice Chair of the Corporation shall chair the Committee and the Chair of the Corporation shall be Vice-chair.
- 1.3 The Committee may invite an external co-opted member to this committee.
- 1.4 The period of office, other than for *ex officio* members will be 2 years (or end of current term of office whichever is sooner), a member may only be re-elected to the Committee after he/she has had a one year break from membership.

2 Duties

The Committee shall:

- 2.1 be responsible for governor succession planning and co-optee appointments, nominating candidates for the approval of the Corporation to fill vacancies on the Corporation, and for determining the process whereby candidates are nominated.
- 2.2 consider and make recommendations to the Corporation on the Corporation's size, composition and balance, and on the procedures for appointment and re-appointment to the Corporation.
- 2.3 develop and recommend to the Corporation policies and procedures for the induction, training and development of Corporation Members.

- 2.4 consider and advise the Corporation on the membership of its committees and other working groups.
- 2.5 have the power to employ the services of such external advisers as they deem necessary to fulfil their responsibilities provided that the Committee have prior approval from the Corporation.
- 2.6 be responsible for succession planning for the Principal and the Clerk
- 2.7 undertake regular skills audits in order to test the range of skills and experience on the Corporation and to advise the Corporation on actions arising from those audits.
- 2.8 advise on arrangements for the Link Governor scheme and monitor its impact.
- 2.9 be responsible for advising the Corporation on the development and review of all matters relating to the governance of the College, including but not limited to:
 - 2.9.1 Keeping under review and making recommendations to Corporation in relations to changes to:
 - the Instruments and Articles of Government
 - Rules and Regulations
 - Role description and person specification for governor roles
 - 2.9.2 The co-ordination of the Annual Review of the performance of the governing body.
 - 2.9.3 The development and oversight of implementation of the Governance Quality Improvement Plan.
 - 2.9.4 reviewing Corporations compliance with the Corporations Code of Governance.

3 Frequency of Meetings

- 3.1 Meetings shall be held termly.
- 3.2 The quorum for meetings of the Committee shall be three persons at least one must not be an ex office member.

4 Reporting Procedures

- 4.1 The Clerk to the Corporation shall be Clerk to the Committee.
- 4.2 The Clerk to the Committee shall circulate minutes of the meetings of the Committee to all Corporation Members.