GOVERNANCE & SEARCH COMMITTEE TERMS OF REFERENCE (2017-18)

1. Introduction

1.1 This document defines the authority, purpose, membership, function and general operation of the Governance & Search Committee.

2. Authority

2.1 The Committee is established under the auspices of Article 5 (1) (2), (3), (4), of the College’s Articles of Government.

3. Purpose

3.1 The Governance & Search Committee shall be responsible for advising the Corporation on the appointment of Independent Members of the Corporation other than the Principal/Chief Executive (who is an ex-officio member) and Staff, Student and Parent Governors (who are nominated and elected), having regard at all times to the provisions of the Instrument of Government and the policy of the Corporation.

3.2 The Committee shall consider and advise the Governing Body relating to the quality and standards of governance, commissioning periodic skills and experience audits of Members of the Corporation and maintaining an awareness of sector Codes of Good Governance and other best practice models.

4. Membership

4.1 The Committee shall comprise up to five Members of the Corporation, including the Principal.

4.2 The Committee may invite other persons to attend meetings in order to provide advice and evidence to assist the search process, and to verify that the selection process is independent and free from any form of patronage. An external advisor/member may be co-opted to the Committee where deemed appropriate.

4.3 The quorum for meetings shall be at least three Members, two of whom should be Independent Members. The Committee will normally meet at least once per term.
4.4 The Clerk to the Corporation shall normally act as Clerk to the Committee.

4.5 Where a vote is taken the vote shall be carried only where a majority of Governors are in favour; external, co-opted members may not count towards a majority vote.

5. Functions/Authority of the Committee

5.1 To develop and maintain a database of appropriate persons interested in making a voluntary contribution to the work of the Corporation, including those interested in Corporation membership.

5.2 Periodically to place an open advertisement in the regional/local media for persons wishing their name to be added to the database.

5.3 To initiate regular searches for additions to the database through consultation with interested bodies including local community/employer representatives and local authorities.

5.4 To undertake periodic skills and experience audits as a requirement to identify areas of expertise and interest of existing Members and to assist in the appointment of new members.

5.5 To research suitable candidates drawn from the database through a process of interview and confidential references, when a vacancy occurs or is anticipated.

5.6 To make recommendations to the Corporation in respect of vacancies, highlighting the strengths and weaknesses of each candidate.

5.7 To be proactive in ensuring a balance amongst Corporation membership regarding gender, skills and diversity etc.

5.8 To review and advise the Corporation on all matters relating to the quality, standards and effectiveness of College governance and accountability and to report on good practice.

5.9 To agree a programme of governor training.

5.10 To monitor progress on governor self-assessment action plans.
6. **Terms of Office**

6.1 Members of the Committee shall be appointed by the Corporation to serve for a period equating to the length of their Term of Office.

6.2 The Chair and Vice-Chair shall be elected at the last Committee meeting of every other academic year and shall serve as Chair/Vice-Chair for two years with effect from the first meeting of the new academic year. Where the Chair or Vice-Chair resigns, retires or otherwise ceases to be Chair/Vice-Chair during their Term of Office, a member of the Committee shall be elected to serve for the remainder of the Term of Office.

6.3 A member retiring as Chair/Vice-Chair at the end of a Term of Office shall be eligible for re-election. If both the Chair and Vice-Chair are absent, the members of the Committee who are present shall choose one of their number to act as Chair for the meeting.

_Last approved by the Corporation: December 2016_