

# Search & Governance Committee Terms of Reference

## Membership and Committee Operation

1. The committee shall comprise a minimum of two members and the Principal and Chair of the Corporation.
2. The Corporation shall review the membership of the committee and select a chair of the committee annually.
3. In the absence of the chair of the committee the members present shall elect one of their body to chair the meeting.
4. If requested by the chair of the committee relevant college managers will attend meetings of the committee.
5. The quorum for meetings of the committee shall be three.
6. The clerk to the Corporation shall act as clerk to the committee.
7. The committee will meet at least twice per year.
8. All meetings will be summoned by the Clerk to the Corporation by written notice at least 7 days in advance of the meeting.
9. In case of emergency, the Chair may call special meetings by written notice of less than 7 days.
10. Minutes from the meeting will be made available to all Corporation Members by being posted on the governance site of the College intranet and, once approved, will be published on the college website. A summary of each meeting will be reported to the next available Board meeting by the Committee Chair
11. Where minutes or parts of minutes are deemed by the Corporation to be confidential, they will not be posted on the governance site but will be retained on file by the Clerk and reviewed on an annual basis.

## Terms of Reference

1. To advise the Corporation on the appointment and re-appointment of eligible members of the Corporation other than the Principal, staff and student members, and such other matters relating to the membership and appointments as the Corporation shall remit to it, having regard at all times to the provisions of the Instrument and Articles of Government [Instruments 2-10] and the Standing Orders of the Corporation
2. To consider and advise the Corporation on the composition and balance of the Corporation and its committees as well as the appointment of non-members on committees where such people would resolve a skills or experience deficiency [Article 7].
3. To gather nominations in respect of vacancies on the corporation and to determine and apply the processes whereby such nominations are screened for eligibility and short listed through a transparent process [Instrument 7].
4. To initiate searches for potential candidates through consultation with appropriate others, including local authorities, local bodies and employers
5. To undertake a regular skills audit in order to test the range of skills and experience on the board of the Corporation
6. To ensure the composition of the board of the Corporation broadly reflects the composition of both the college and the local community in respect of gender and race
7. To ensure the terms of reference for the committee are reviewed annually and made available to the public via the college website
8. To ensure confidentiality when publishing minutes that no personal information relating to an individual is included without that individual's consent
9. To review items that have been identified as confidential at Corporation meetings and make such materials available for inspection where the confidential basis no longer applies or where it is agreed that public interest outweighs the reason of confidentiality.
10. To monitor Governor attendance to ensure the target identified within the Standing Orders is met at Board and individual member level and that poor attendance is followed up.
11. To draw up and implement an annual Governor Development programme that reflects training requirements identified through skills audits and appraisal.
12. To monitor the Corporation's Standing Orders for regularity and compliance against the Instrument & Articles of Governance and the Code of Good Governance for English College.

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