



1 Composition

- 1.1 The Corporation shall appoint up to six governors to serve on the Governance & Search Committee. The Corporation may co-opt up to one additional member who is not a member of the Corporation.
- 1.2 The quorum for the Committee meetings shall be three.
- 1.3 The Chair and the Vice Chair of the Committee shall be appointed by the Corporation upon the recommendations of the Committee.

2 Governance Responsibilities

- 2.1 The Committee shall be responsible for nominating governor candidates for the approval of the Corporation and for determining the process whereby candidates are nominated and appointed.
- 2.2 Except for student governors and the Principal, a governor shall be appointed initially for a four year term, of which the first year shall be a probationary period. A governor shall serve a maximum of three terms of office before retiring. A second term of office shall normally be for four years, and a third term of office, which shall be approved by exception, shall be for between one and four years depending on the prevailing requirements of the Corporation and the need for specific skills or experience. The Governance & Search Committee will evaluate existing governors' contributions and the current needs of the Corporation before proposing their re-appointment at the end of a term of office. Consideration will alternatively be given to a retiring governor being retained as a co-opted member of a Committee.
- 2.3 The Chairs and the Vice Chairs of the Committees of the Corporation shall be appointed by the Corporation on the recommendations of the Governance & Search Committee, and appointments shall be for a two year term. A second term of office shall normally be for two years, and a third term of office, which shall be approved by exception, shall be for between one and two years depending on the prevailing requirements of the Corporation and the need for specific skills or experience. The Governance & Search Committee will evaluate existing governors' contributions and the current needs of the Corporation before proposing their re-appointment at the end of a term of office.
- 2.4 The Chair and the Vice Chair of the Corporation are appointed by the Corporation, and appointments shall be for a two year term. A second term of office shall normally be for two years, and a third term of office, which shall be approved by exception, shall be for between one and two years depending on the prevailing requirements of the Corporation and the need for specific skills or experience.
- 2.5 At the end of a final term of office for the Chair of the Corporation or a Committee Chair, the Vice Chair shall normally be appointed as Chair, subject to the approval of the Corporation as recommended by the Governance & Search Committee.
- 2.6 The Committee shall, annually and as required, consider and make recommendations to the Corporation on the Corporation's composition. The Committee shall determine the membership of the Committees and advise the Corporation accordingly.
- 2.7 The Committee shall develop, and recommend to the Corporation, policies and procedures for the induction, appraisal and development of Corporation members. This will include a review each year of the achievements of the Corporation and the performance by members in respect of their responsibilities to the College. The Committee shall implement the annual appraisal and make recommendations to the Corporation accordingly.

- 2.8 The Committee shall be responsible for maintaining the Corporation's Code of Conduct and Standing Orders and for making associated recommendations to the Corporation, and also for determining the content of the Governors' Handbook.
- 2.9 The Committee shall be responsible for developing and overseeing the Link Governor Scheme.
- 2.10 The Committee shall have the power to employ the services of such external advisers as it deems necessary to fulfil its responsibilities.
- 2.11 The Committee Chair and Vice Chair shall have the authority to fill casual governor vacancies on Committees.

3 General Responsibilities

- 3.1 To consider and advise on such matters as the Corporation may refer to the Committee from time to time.
- 3.2 To review on an annual basis the extent to which the Committee meets its terms of reference.
- 3.3 To report its proceedings to the Corporation.

4 Frequency of Meetings

- 4.1 The Committee shall meet at least three times per year at such times to align with the schedule of Corporation meetings. Ad hoc meetings of the Committee may be called as appropriate to meet the requirement for considering and interviewing potential governor candidates.

5 Approval

- 5.1 These Terms of Reference may only be amended by a resolution of the Corporation.