



# Search and Governance Committee Terms of Reference

Approved by Board on

18 September 2025

## **1 Membership**

- 1.1 The Committee shall be appointed by the Board of Governors and shall have 5 members including the Chair of the Board of Governors and the Principal.
- 1.2 The Chair and membership of the Committee shall be appointed annually by the Board of Governors. In accordance with the Senior Staff Remuneration Code, the Chair of the Board of Governors shall not be appointed as the Chair of the Committee
- 1.3 The quorum for the Committee shall be three.
- 1.4 The Head of Governance shall normally act as Clerk to the Committee.
- 1.5 All members of the Committee will have equal voting rights. In the event of a tie, the Chair will have the casting vote.

## **2 Attendance at meetings**

- 2.1 The committee may invite attendance at meetings from persons who are not Governors to assist or advise on a particular matter or range of issues, this may include Associate Members and members of college staff.

## **3 Frequency of meetings**

- 3.1 The committee shall normally meet at least once per term.

## **4 Voting at committee meetings**

- 4.1 Only members of the committee may vote at committee meetings.

## **5 Appointment of Chair**

- 5.1 The Chair of the committee will be appointed on an annual basis by the Board.

## **6 Terms of Reference**

- 6.1 Article 5 (1) of the Instrument and Articles of Government provides that the Search Committee is a mandatory Committee.

Article 5 (1) "The Corporation shall establish a committee, to be known as the Search Committee, to advise on

- (a) the appointment of members (other than as parent, staff or student member); and
- (b) such other matters relating to membership and appointments as the Corporation may ask it to.

Article 5 (2) The Corporation shall not -

(a) appoint any person as a member (other than as a parent, staff, or student member) without first consulting and considering the advice of the Search Committee.”

6.2 The Committee shall be responsible for considering and advising the Board on the composition and balance of the Board and its Committees and on the procedures and criteria for appointment.

6.3 The Committee shall evaluate the contribution made by existing governors, including attendance, before proposing their re-appointment, especially after two terms of office. Members of the Committee must leave any meeting where their own performance is being evaluated or re-appointment recommended.

6.4 The Committee shall be responsible for keeping under review the composition and balance, and skills and knowledge of the membership of the Board and its Committees, having regard to the changing needs which the Corporation must meet, and to take these factors into account when planning appointments.

6.5 When considering the recommendation of any appointment or re-appointment to the Board, the Committee shall have regard to the aims and values of the Board with respect to membership of the Board as set out in the Board’s Policy on the Appointment of members, i.e.

- Members of the Board are appointed on merit, after an open selection process which complies with the requirements as set out in the Instrument and Articles of Government for the appointment of members.
- The appointment process is conducted with attention to Equal Opportunities with consideration being given to the balance of membership in terms of gender, age, disability, race and ethnic origin.
- The selection of members is consistent with the principles laid down by the Committee on Standards in Public Life for those holding public office.
- Membership of the Board is drawn widely from the community served by the College with a wide range of skills and interests being represented.

6.6 The Committee shall be responsible for considering and making recommendations to the Board of Governors on the appointment of associate committee members

6.7 The Committee shall have the power to consult with such external advisers as they deem necessary to fulfil their responsibilities.

6.8 The Committee, together with the Head of Governance, shall be responsible for considering and advising on policies, procedural matters and other issues relating to the Instrument and Articles of Government and the operation of the Board and its committees.

6.9 The Committee shall be responsible for recommending to the Board the target for aggregate governor attendance and for monitoring the achievement of the target set

6.10 The Committee shall be responsible for overseeing governor training and development.

6.11 The Committee will support the Board of Governors in its ongoing review of effective Governance, including through the regular review of relevant governance documentation and governor development reviews.