



TERMS OF REFERENCE
SEARCH & GOVERNANCE COMMITTEE

Subject:	Search & Governance Committee Terms of Reference
Date of Approval:	September 2017
Effective Date:	September 2017
Person responsible:	Clerk to the Corporation
Approved by:	HCUC Corporation
For action by:	Search Committee of the Corporation
For information to:	Governors

POLICY NO. G7/17

1. Membership

1.1 The Committee shall comprise three Governors:

- The Chair of the Corporation
- The Vice Chair of the Corporation
- The Group CEO

1.2 In addition the Committee may invite other persons to attend meetings in order to provide advice and evidence to assist the process of search and or to verify that the process is independent and free from any form of patronage. Additional Governors may be called upon to support and assist the Committee on the appointments panel from time to time.

1.3 The Clerk to the Committee will be the Clerk to the Corporation.

2. Quorum

The quorum for meetings of the Committee shall be two Governors.

3. Frequency of Meetings

The Committee shall meet at twice per year – autumn and summer terms - or more frequently as required.

4. Appointment of Chair

The Chair of the Corporation shall be the designated Chair of the Committee.

5. Terms of Reference

- 5.1 To consider and make recommendations to the Corporation on the Corporation's composition and balance, as required and on procedures for appointment to the Corporation in the light of the Instruments and Articles of Government and other good practice guidelines.
- 5.2 To be responsible for determining the process for, and for nominating candidates for positions on the Corporation.
- 5.3 To develop and recommend to the Corporation policies and procedures for the induction and on-going training and development of Governors.
- 5.4 To review from time to time the Corporation's Code of Conduct and to ensure that arrangements exist for identifying potential conflicts of interest between Governors' business or private concerns and their responsibilities as a Corporation member.
- 5.5 The Committee shall ensure that the need for each Committee is established by carrying out a regular review of Terms of Reference and the standing orders unless the Committee is one which is required by statute.
- 5.6 To recommend ways in which the Governing Body can enhance its efficiency and effectiveness.
- 5.7 The Committee shall consider the performance of the Corporation's Committees during the preceding academic year (by review against their Terms of Reference), making recommendations to the Corporation as to the content of the Governance element of the College's annual Self Assessment Report.
- 5.8 The Committee shall consider annually priorities for Governance development and monitor the delivery of the Governance Development Plan on a biannual basis.
- 5.9 The Committee, in carrying out these Terms of Reference, must have regard to the Corporation's Equality and Diversity policy and guidelines and also have regard to nationally agreed Codes of Practice.
- 5.10 The Committee shall have responsibility for monitoring and advising the Corporation on its compliance with all Corporate Governance Codes adopted by the Corporation.

6. Reporting

The Chair of the Committee or his/ her nominee will report to each meeting of the Corporation.

7. External Advice

The Committee may seek the services of such external advisers as they consider necessary to fulfil their responsibilities.

8. Review of Terms of Reference

These Terms of Reference shall be subject to a formal review at least once every two years.