TERMS OF REFERENCE – SEARCH AND GOVERNANCE COMMITTEE

APPROVED BY THE BOARD 2 NOVEMBER 2026

AUTHORITY

Article 5 of the Instrument & Articles of Government.

PURPOSE

The purpose of the Search and Governance Committee is to advise the Corporation on (a) the appointment of governors and senior post holders and (b) compliance with its chosen code of governance.

MEMBERSHIP

- Philip Moore (Chair)
- Kate Barclay
- Toni Beck
- Kit Davies
- Geoff Lambert

IN ATTENDANCE

- Director of Governance

QUORUM

The quorum of the Committee is three.

REMIT

The Committee has been tasked by the Board with the following duties:

Search

- External members – making recommendations for the appointment of external members of the Corporation
    - The Board retains the power of appointment under Clause 4(1) of the Instrument of Government
- Staff and student members – overseeing the processes by which staff and student members are appointed
- Senior posts – advising on the designation of 'senior posts' and appointments to such posts when they become vacant

Governance

- Membership – maintaining oversight of the membership of the Corporation, and in particular maintaining a balance of skills and experience which enables the Corporation to conduct effective oversight of the College
    - Committees – advising on structure, composition and remits
    - Succession planning – for governor roles and senior posts

- Periodic review – commissioning external governance reviews (at least every three years) and overseeing internal reviews in years when an external review is not conducted

- Compliance – advising on compliance with the College's chosen code of governance
- Skills audits – identifying development and recruitment needs
- Development – covering both induction and ongoing development
- Governance framework – including the periodic review of governing documents
- Continuous improvement – oversight of the governance self-assessment and improvement action plan
- Confidential minutes – periodic review of material withheld from publication, under Article 5(4)

The Committee is responsible for reviewing and recommending the following policies to the Corporation for approval:

- Conflicts of interest
- Governor expenses
- Code of conduct for members of the Corporation