



## **Procedure for the Appointment of Members to the Board of Governors**

### **Introduction**

The Search Committee has been established, in accordance with Article 5 to advise on:-

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

The Board of Governors shall not appoint any person as a member (other than as a staff or student member) without first consulting and considering the advice of the Search Committee.

The Board of Governors shall take all necessary steps, as soon as is practicable, to appoint a new member to fill any vacancies that arise in its membership, taking the advice of the Search Committee where it is required to do so.

This procedure is designed to ensure that the recommendations of the Search Committee to the Board of Governors, in respect of the appointment of members (other than as a staff or student member), are made in accordance with the Board's decisions, its needs and the over-riding principle of merit.

This procedure will also be followed for the appointment of External Co-Opted Members to the Board's committees.

### **Appointing Authority**

The Board of Governors is the appointing authority in relation to the appointment of any member of the Board. However, if the number of members falls below the number needed for a quorum, the Secretary of State is the appointing authority in relation to the appointment of those members needed for a quorum.

### **Skills Audit**

The Search Committee will undertake an annual skills and knowledge audit of the Board membership in line with recommended best practice. The aim of this audit is to identify any skill gaps on the Board. Any identified skill gaps will be considered and addressed by the Search Committee when considering the appointment of new members.

### **Balance of Membership**

In considering applications for appointment of persons to the Board, the Search Committee shall endeavour to ensure that the balance of membership of the Board is appropriate to meet its needs. The balance of membership will include consideration of members' backgrounds, interests, expertise and skills, as well as the gender, ethnicity, diversity and age profile of the Board. The Search Committee will endeavour to ensure that the composition of the Board reflects, as far as is practicable, the community the College serves.

When considering persons for appointment to the Board, the Search Committee will take account of the College's equality and diversity related policies.

### **Terms of Office**

The Search Committee will maintain an overview of the terms of office of members of the Board to ensure that forthcoming vacancies are filled on a timely basis, thereby ensuring that vacancies on the Board are kept to a minimum.

The Search Committee will recommend to the Board of Governors the terms of office of members (other than staff or student members) at the time of their appointment. These terms of office shall not exceed four years and shall be staggered over a four-year period in order to ensure continuity of membership and expertise.

The term of office of Staff Members will be three years.

A Student Member will hold office until the end of the student's final academic year or until such other time in the year after ceasing to be a student as the Board of Governors may decide. A Student Member will cease to be a member if he/she is expelled from the College.

Members retiring at the end of their term of office shall be eligible for reappointment. However, reappointment of existing members is not automatic and the Search Committee is required to review the performance of existing members, when considering their reappointment.

### **Applications/Nominations for Appointment of Members**

Applications and nominations for appointment of Board members will be sought as follows:-

#### **Members (appointed under Instrument 2(1)(a)) (to be known as Independent Members)**

These members are appointed, as they are persons who appear to the Board of Governors to have the necessary skills to ensure that the Board carries out its functions under clause 3 of the Articles of Government i.e.

- (a) the determination and periodic review of the educational character and mission of the institution and the oversight of its activities;
- (aa) publishing arrangements for obtaining the views of staff and students on the determination, and periodic review of the educational character and mission of the institution and the oversight of its activities.
- (b) approving the quality strategy of the institution;
- (c) the effective and efficient use of resources, the solvency of the institution and the Corporation and safeguarding their assets;
- (d) approving annual estimates of income and expenditure;
- (e) the appointment, grading, suspension, dismissal and determination of the pay and conditions of service of the holders of senior posts and the Clerk, including, where the Clerk is, or is to be appointed as, a member of staff, the Clerk's appointment, grading, suspension, dismissal and determination of pay in the capacity of a member of staff; and
- (f) setting a framework for the pay and conditions of service of all other staff.

The Search Committee may seek applications for the appointment of these members by:-

- advertising – both generally and for individual appointments
- consulting with organisations, individuals, and/or professional/community/voluntary bodies which may be able to provide names of interested persons with specific skills
- reviewing the register of persons interested in being appointed a member of the Board of Governors.

### **Principal (appointed under Instrument 2(1)(b))**

The Principal shall be a member of the Board, unless he/she chooses not to be a member.

### **Staff Members (appointed under Instrument 2(1)(c))**

One staff member will be nominated and elected by the staff of Sandwell College, and, one staff member will be nominated and elected by the staff of Cadbury College.

When considering the appointment of Staff Members, the “Nomination, Election and Ballot Procedure for the Appointment of Staff Members to the Board of Governors” will be followed, as approved by the Board of Governors.

The Search Committee has no direct involvement in the process for appointing Staff Members and is not required to advise the Board of Governors on these appointments.

### **Student Members (appointed under Instrument 2(1)(d))**

The Board of Governors has determined that:

- the Students’ Union Executive of Sandwell College will be asked to nominate and elect one Student Member to serve on the Board of Governors.
- One Student member will be nominated and elected by the Student body of Cadbury College

The Search Committee has no direct involvement in the process for appointing Student Members and is not required to advise the Board of Governors on these appointments.

### **Job Description/Person Specification**

The Search Committee will provide applicants for membership under Instrument 2(1)(a) with a job description and person specification. (Annex A)

All applicants will be required to complete an Application Form or provide a CV. All applicants will be required to complete an eligibility for membership form to declare that they are eligible to be appointed as a member of the Board of Governors. The Search Committee is required by the Board to consider all applications. The Committee may shortlist the applications received and, is required to meet with shortlisted applicants.

The aim of these meetings is to:-

- outline the appointment process
- inform applicants of the members’ roles and responsibilities
- inform applicants of the work and operation of the Board and its committees
- outline the work of the College generally and its organisational structure
- ascertain the appropriateness of the applicant’s skills, expertise and experience in relation to the vacancy
- respond to any questions arising from the applicant.

At the conclusion of these meetings, the applicants will be notified of the date upon which the Board of Governors will consider the Committee’s recommendations. The applicants will also be informed that they will receive a letter detailing the outcome of the appointment process.

### **Search Committee Recommendations to Board of Governors**

At the conclusion of the meetings with applicants, the Search Committee will deliberate and formulate its recommendations to the Board of Governors. The Search Committee's advice and recommendations will be detailed in the minutes of its meetings, which will be submitted to the next meeting of the Board of Governors for consideration.

### **Newly Appointed Members of the Board of Governors**

All newly appointed members to the Board of Governors will be required to provide the College with a copy of their birth certificate, driving licence or passport as proof of their identity and their appointment will be subject to a standard disclosure and barring service check. In addition, newly appointed members will be required to abide by the Code of Conduct for Corporation Members, make a declaration of interests, complete contact details and personal profile forms, and a skills and knowledge assessment form

### **Recording of Committee Business**

The work of the Search Committee will be recorded in the minutes of its meetings. Applicants for membership of the Board of Governors will be identified in the minutes of the meeting of the Search Committee only by their initials. The minutes of the meetings will be published on the College's website and made available for inspection to any member of the public during normal office hours. Advice to the Corporation, which the Search Committee and/or Corporation is satisfied should be dealt with on a confidential basis will not be published or made available for inspection.

A copy of this procedure and the terms of reference of the Committee shall also be published on the College's website and made available for inspection by any member of the public during normal office hours.

### **Register of Interested Persons**

The Clerk to the Corporation will maintain a register of persons interested in being appointed to the Board of Governors.

### **Review of Procedure**

The Search Committee will review this procedure, on behalf of the Board of Governors, at least every three years

**Member of the Board of Governors**

**Voluntary Unpaid Position**

**Job Description**

**Accountable to the Board of Governors**



## **1. Introduction**

The powers of the Board of Governors are specified in the Further and Higher Education Act 1992, Sections 18 and 19 (as amended by subsequent Acts). Under the Act the Corporation is empowered to:

- provide further and higher education
- provide secondary education suitable to the requirements of persons who have attained the age of 14 years, or provide secondary education or participate in the provision of secondary education at a school (subject to consultation with the appropriate local education authority)
- supply goods and services in connection with the provision of education.

The Corporation may do anything which appears to it to be necessary or expedient for the purpose of, or in connection with, the exercise of any of the principal powers, including in particular the following:-

- conduct an educational institution
- acquire and dispose of land and other property
- enter into contracts, including in particular:-
  - contracts of employment of teachers and other staff for the purposes of or in connection with carrying on any activities undertaken in the exercise of the Corporation's principal powers, and,
  - contracts with respect to the carrying on by the Corporation of any such activities
- form, participate in forming or invest in a company or become a member of a charitable incorporated organisation
- borrow such sums as the Corporation thinks fit for the purposes of carrying on any activities it has power to carry on or to meet any liability transferred to it under section 23 to 27C or 33P of the Further and Higher Education Act 1992, and, in connection with such borrowing, the power to grant any mortgage, charge or other security in respect of any land or other property of the Corporation.
- invest any sums not immediately required for the purposes of carrying on any activities the Corporation has the power to carry on
- accept gifts or money, land or other property and apply it, or hold and administer it on trust for, any of those purposes, and,
- do anything incidental to the conduct of an educational institution providing further and higher education, including founding scholarships or exhibitions, making grants and giving prizes.
- provide advice or assistance to any other person where it appears to the Corporation to be appropriate for them to do so for the purpose of or in connection with the provision of education by the other person.

The Corporation may also provide facilities of any description (including boarding accommodation and recreational facilities for students and staff, and facilities to meet the needs of students having learning difficulties) which appear to be necessary or desirable for the purposes of or in connection with carrying on of the principal powers.

## **2. Responsibilities of a Member of the Board of Governors**

Collectively, individual Governors contribute their professional and general management skills to the Corporation and its committees, in a non-executive role to:

- determine and periodically review the educational character and mission of the College
- publish arrangements for obtaining the views of staff and students on the determination and periodic review of the educational character and mission of the institution and the oversight of its activities.
- oversee its activities
- approve the Quality Strategy of the College
- ensure the effective and efficient use of resources, the solvency of the College and the Corporation and safeguard its assets
- approve annual estimates of income and expenditure prior to the commencement of the financial year
- appoint, grade, suspend, dismiss and determine the pay and conditions of service of holders of senior posts and the Clerk to the Corporation
- set the framework for the pay and conditions of service of all other staff
- comply with responsibilities detailed in the Instrument and Articles of Government
- comply with the Corporation Members' Code of Conduct
- comply with the Code of Good Governance for English Colleges
- comply with the Corporation's standing orders in the conduct of Corporation business
- serve on appropriate Corporation committees
- assist in the formulation and monitoring of the College's strategic plans
- set measurable annual targets to monitor the College's performance
- attend appropriate induction and training events as required.
- act as an Ambassador for the College

### **3. General**

Members of the Board are required to be flexible in the conduct of their responsibilities and duties ensuring that the balance of “oversight” of the College and its business is seen as a positive contribution that does not interfere with the day to day operation and management of the College.

### **4. Newly Appointed Members of the Board of Governors**

All newly appointed members to the Board of Governors will be required to provide the College with a copy of their birth certificate, driving licence or passport as proof of their identity and their appointment will be subject to a standard disclosure and barring service check. In addition, newly appointed members will be required to abide by the Code of Conduct for Corporation Members and make a declaration of interests, which will be reviewed annually, complete contact details and personal profile forms, and a skills and knowledge assessment form



## **Member of the Board of Governors**

### **Person Specification**

#### **Skills**

Interpersonal Skills and Team Work	Ability to work positively with others and debate whilst maintaining a constructive approach.
Communicating and Influencing	Ability to express ideas/plans in a clear manner and to listen and consider other points of view.
Drive to achieve a determination	Ability to create the energy and enthusiasm necessary to be effective and have the tenacity to overcome obstacles.
Strategic Perspective	Ability to develop a broad-based view of issues and events and perceive their long-term impact.
Intellectual and Technical Ability	Ability to demonstrate a knowledge and understanding of facts and rationalise appropriately. Be able to think laterally and arrive at pragmatic solutions.
Leadership	Ability to demonstrate behaviour and skills that motivate others to achieve, and, inspire confidence in others to achieve objectives.
Experience	Will most likely be employed in a senior position in the public or private sector, or be a leading member in local community activities. Certain vacancies may require professional qualifications to ensure the Corporation has a balance of skills.
Circumstances	Available to attend meetings that normally take place in the evenings from 4.00 p.m. onwards (Board of Governors) and 4.00 p.m. onwards (committees).
Equal Opportunities	Be committed as an employer to equality of opportunity.