

## SANDWELL COLLEGE

### Search and Governance Committee

(A Committee established under the Article 5(1))

#### Membership of Committee

- 1 The Committee will comprise 4 members, including the Principal of the College, ex officio.
- 2 Members of the Committee may or may not be members of the Board of Governors.
- 3 A person shall be ineligible for appointment as a Committee member if he/she has served for more than 8 years on the Committee.

#### Agendas for Meetings

- 1 The agenda for meetings will be compiled by the Chair of the Committee and the Clerk to the Corporation.
- 2 Any member of the Committee wishing to place an item on the agenda should contact the Clerk to the Corporation who will liaise with the Chair.

#### Operation of Committee

##### Chairship

- 1 The Chair of the Committee will be selected and appointed by the Board of Governors.
- 2 The Committee will be chaired by a non-executive member of the Board of Governors.
- 3 In the absence of the Chair, members shall appoint a non-executive member of the Board to act as Chair for the meeting.

##### Quorum

- 1 The quorum for meetings of the Committee shall be 3 members.

##### Frequency of Meetings

- 1 The Committee shall meet at least twice each year.

##### Minutes

- 1 The Clerk to the Corporation will produce minutes of the Search and Governance Committee meetings. Applicants for membership of the Board of Governors and its committees will be identified in the minutes only by their initials.
- 2 Minutes relating to applicants who are not recommended for appointment to the Board of Governors or its committees will be deemed confidential.
- 3 Minutes relating to the performance of existing members may also be deemed confidential.

##### Reporting

- 1 The Clerk to the Corporation shall circulate minutes of the meetings of the Committee to all members of the Board of Governors and the Senior Leadership Team.

- 2 Copies of the minutes of the committee meetings will also be made available during normal office hours at the College to any person wishing to inspect them. Any person wishing to inspect copies of the minutes should contact the Clerk to the Corporation at Central Campus.

## Sandwell College

### Search and Governance Committee

(A Committee established under the Article 5(1))

#### Committee Objectives

- 1 To advise the Board of Governors on the appointment of members (other than as a staff or student member).
- 2 To advise the Board of Governors on such others matters relating to membership and appointments as the Board may remit to the Committee.
- 3 To advise the Board of Governors on its structure/membership, together with that of its committees.
- 4 To ensure that appointments to the Board are made on the basis of merit, subject to the need to maintain a balance of relevant skills and backgrounds.
- 5 In liaison with the Clerk to the Corporation, to advise the Board of Governors with regard to matters of governance practice and to consider and approve governance related policies and procedures.

#### Committee Terms of Reference and Responsibilities

The Committee shall:-

- 1 be responsible for recommending candidates for the approval of the Board of Governors for all vacancies on the Board of Governors (excluding staff and student members)
- 2 submit its advice to the Board of Governors for the Board's consideration on governor appointments (excluding staff and student members) before the appointment is made
- 3 be responsible for determining the process by which nominations for staff and student members are sought and elections undertaken
- 4 from time to time consider and make recommendations to the Board of Governors on the Board's composition and balance, and on the procedures for appointment to the Board of Governors.
- 5 advise the Board of Governors on its committee structure and membership, and, where appropriate, recommend candidates for the approval of the Board of Governors as External Co-Opted Members of the Board of Governors' committees
- 6 maintain an overview of the skills and expertise of Board members and undertake a skills and knowledge audit at least every two years
- 7 develop and recommend to the Board of Governors policies and procedures for the training, induction and governance development of members of the Board
- 8 receive an annual report from the Clerk to the Corporation on the training undertaken by members of the Board
- 9 receive an annual report from the Clerk to the Corporation detailing members attendance at formal meetings and take appropriate action
- 10 in liaison with the Clerk to the Corporation, consider issues relating to governance practice and approve related policies and procedures

- 11 undertake an annual evaluation of the performance of the Board and report the outcome to the Board for consideration and action
- 12 monitor progress in implementing the action plan contained within the Governance Self-Assessment Report
- 13 comply with the procedures the Board of Governors has made relating to the conduct of the Committee
- 14 evaluate the contribution made by existing individual Governors before proposing their re-appointment, especially after two terms of office
- 15 ensure the public availability, during normal office hours, of the Search and Governance Committee's terms of reference, together with the Committee's advice to the Board of Governors, other than any advice which the Board of Governors is satisfied should be dealt with on a confidential basis
- 16 comply with any rules the Board of Governors may determine in relation to the Committee's operation and ensure that these rules are made publicly available, during normal office hours
- 17 ensure that the documentation/information referred to in 15 and 16 above is published on the College's website
- 18 undertake an annual review of the Committee's own performance and its terms of reference.