

## TERMS OF REFERENCE OF THE GOVERNANCE & SEARCH COMMITTEE

### Membership

The Governance and Search Committee shall comprise the Chairs of the Standing Committees of the Governing Body and the Chair and Vice Chair of the Governing Body. The quorum shall be forty percent of the total membership.

### Terms of Reference

- (a) To keep the composition and structure of the Governing Body under review to ensure that they meet both statutory requirements and the developing strategic aims of the Governing Body.
- (b) To undertake a periodic skills survey of the members of the Governing Body in conjunction with the ongoing review of the composition of the Governing Body.
- (c) To act as a Search Committee and make recommendations to the Governing Body for the nomination, appointment and reappointment of Governors and where appropriate, external members, Honorary Fellows and Governors Emeritus.
- (d) To receive reports on the annual review of governors and to review the performance of individual governors at the end of their term of office.
- (e) To consider arrangements for the induction of new Governors and for Governor development generally.
- (f) To review the membership of Committees and to recommend the appointment of Governors to them.
- (g) To review arrangements for the Governor Links Programme and to allocate Governors to particular links.
- (h) To consider items relating to governance and to make such recommendations as it considers appropriate to the Governing Body.
- (i) To agree the overall effectiveness of the Governing Body within the context of the annual Self Assessment Report process.
- (j) To make recommendations to the Governing Body on the number and structure of the designated senior postholders and the Clerk to the Governing Body.

- (k) To approve the job descriptions of the designated senior postholders and the Clerk to the Governing Body.
- (l) To act as the Selection Committee in relation to filling vacancies for designated senior postholders and the Clerk to the Governing Body, to establish the selection process and recommend appointments to the Governing Body.
- (m) To receive a report from the Chairman on the annual appraisal of the Principal and Clerk to the Governing Body.
- (n) To review the disciplinary, dismissal and grievance procedures for the designated senior postholders and the Clerk to the Governing Body and the associated processes and to make such recommendations as it considers appropriate to the Governing Body.
- (o) To make arrangements for the biennial review of business considered by each committee of the Governing Body to ensure that they concentrate on the strategic, policy, framework, constitutional and statutory matters.
- (p) To review the Governing Body's Standing Orders every three years and to recommend changes and amendments to them.
- (q) To review the Code of Conduct for Governors every three years and recommend changes and amendments to them.
- (r) To review the Committee operations and effectiveness biennially, together with the Committee's Terms of Reference and Annual Business Plan and make recommendations for changes to the Governing Body.