



1. PURPOSE

This document outlines the Corporation's procedure and policy statement for the appointment of members to the Board of Governors.

2. POLICY STATEMENT

The Corporation is committed to ensuring that:

- Members of the Corporation are appointed on merit, after an open and transparent selection process which complies with the requirements as set out in the Instrument and Articles of Government for the appointment of members
- Members are appointed with the necessary skills to ensure that the Corporation carries out its functions and responsibilities under the Articles of Government
- The Corporation membership is working towards reflecting the Community served by the College.
- Membership of the Corporation is drawn from the Community served by the College.

3. ROLE OF THE SEARCH COMMITTEE

3.1 The Corporation has established a Search & Governance Committee which is required to advise the Corporation on the appointment of External members and on the re-appointment of existing members upon completion of their current term of office. The Committee will review on a regular basis those terms of office that are due to expire and will seek to ensure that periods of time when the board is below full membership are minimised.

3.2 The Corporation is not required to seek the advice of the Committee when appointing Student and Staff members who are elected by their constituent groups, while the Principal serves on the Corporation as an ex-officio member.

3.3 It is the responsibility of the Clerk to the Corporation to alert the Search & Governance Committee when a governor's term of office is nearing expiry and the Committee will use this policy when arranging reappointment or the recruitment of a replacement. This will include keeping the Board's skills mix under review with a view to seeking appropriate improvements if possible.

4. EXTERNAL GOVERNORS

(a) Expiry of the Term of Office of an Existing Governor

4.1 The Clerk to the Corporation shall report to the Search & Governance Committee the name of any governor whose term of office is nearing its expiry. This must be done in sufficient time for the Committee to report to the Board at its last meeting before the term of office expires. When the governor under consideration is a member of the Search & Governance Committee, that governor shall withdraw from the meeting and take no part in the decision or voting in relation to his/her future membership of the Board.

4.2 The Search & Governance Committee will consider whether or not to make a recommendation to the Board that the governor be appointed to serve for a further term of office. The Committee shall base their decision on the following factors:

- (b) Whether the skills and experience of the governor are still required
- (c) Whether it would be appropriate to take the opportunity to refresh the range of skills and experience available to the Board
- (d) The governor's contribution and commitment to the Board's work
- (e) The length of the governor's previous service on the Board

4.3 A governor's term of office will expire automatically unless the Search & Governance Committee decides to recommend a further appointment and the Board accept the recommendation.

4.4 A recommendation from the Committee that a governor be reappointed for a further term of office will be subject to the governor being willing to serve. The clerk will write to a member at least three months before the date of expiry of his or her term of office, asking for an expression of interest in re-appointment. As in 4.2 above, the Search & Governance Committee will assess the contribution of the member before proposing his/her reappointment to the Corporation. The Clerk shall advise the governor of the Committee's decision.

4.5 If the governor is not interested in re-appointment, a vacancy arises and will be dealt with under paragraphs 4.9 to 4.11 of this policy.

4.6 Within the constraints of their respective Standing Orders, Committees of the Corporation may recruit externally co-opted members who are not full Board Members, but who are invited to join a particular Committee on account of the specialist knowledge and expertise that they can contribute. Such appointments are made applying the same rigorous criteria as for External members.

4.7 Where the Board decides to appoint an existing governor for a further term of office, the Board shall make the appointment in accordance with the Instrument of Government of the College.

4.8 Where the Board decides not to appoint an existing governor for a further term of office, a vacancy shall exist and shall be dealt with under paragraphs 4.9 to 4.11 of this policy.

(f) Filling of Vacancies

4.9 When a vacancy arises for an external governor, for whatever reason, the Search & Governance Committee will approve a specification for the person ideally suited to fill the vacancy. This specification will be informed by the current skill mix of governors and the anticipated requirements of the Board.

4.10 A suitable advertisement may be placed in publications likely to reach a broad cross-section of the population and persons likely to be able to meet the person specification. Existing Board members will also be asked to bring the vacancy to the attention of any persons that they think might be suitable for appointment. Applications shall be submitted in writing to the Clerk to the Corporation.

4.11 Where necessary, the Chair of the Search & Governance Committee, the Principal and the Clerk will shortlist suitable candidates. The Committee will consider the shortlisted candidates and make recommendations to the Board. (appendix 1)

5. STAFF GOVERNORS

5.1 When the term of office of a staff governor is nearing expiry or a vacancy arises for any other reason, the Clerk to the Corporation will oversee the arrangements for the appointment of a new governor following selection by the staff of the College.

5.2 When there is a vacancy for a staff governor, the selection process by the staff shall be as follows:

- (a) Staff will be invited to nominate staff for selection in a form prescribed by the Clerk
- (b) If there is only one nominee, that person's name will be put forward to the Board who shall appoint the nominee provided that s(he) is eligible for Board membership
- (c) Where there is more than one nominee, a ballot will be held in which all employees of the College shall be entitled to vote
- (d) The Clerk shall determine the arrangements for the ballot and oversee the issue and receipt of ballot papers
- (e) The name of the member of staff selected shall be put forward to the Board of Governors who shall appoint the nominee provided that s(he) is eligible for Board membership

6. STUDENT GOVERNORS

A Student Governor shall be elected from the student body for a term of one academic year. Any nomination received shall be confirmed by the Corporation.

7. THE PRINCIPAL

7.1 In accordance with the Instrument of Government, the Principal shall be a governor of the College unless s(he) chooses otherwise.

7.2 Separate arrangements apply to the selection and appointment of the Principal.

8. APPOINTMENTS

8.1 Following the approval by the Corporation, a formal letter of appointment will be sent by the Clerk to the successful candidate(s), confirming the Board's decision.

8.2 It is a condition of appointment for all governors that they must:

- (a) Declare their interests in the form prescribed by the Board
- (b) Declare their eligibility for Board membership
- (c) Agree to be bound by the Code of Conduct approved by the Board
- (d) Undergo a Disclosure and Barring Service check

8.3 With the exception of the Principal, to whom separate arrangements apply, the Board shall only appoint external governors having first considered the advice of the Search & Governance Committee in accordance with the Instrument & Articles of Government of the College.

8.4 Following written acceptance of governorship and completion of membership formalities the new appointee will be deemed a member of the Corporation.

9. Access to the Policy

This policy is available to all governors, staff and students via the College's Virtual Learning Environment, the governance web page (<http://huddnewcoll.ac.uk/college-information/governance>) and on request from the Clerk to the Corporation.

10. Policy Review

This policy is the responsibility of the Corporation and will be reviewed annually.

<u>Document History</u>					
Version	Date	Author	Comments	Authorised by	Date
2	June 2010	Claire Coupland	New Policy for Governance. To be reviewed on annual basis.	Corporation	July 2010
3	June 2011	Claire Coupland	Reviewed and amended by Search Committee 14.06.12	Corporation	July 2012
4	June 2013	Claire Coupland	Reviewed and amended by Search	Corporation	July 2013
5	June 2014	Claire Coupland	Minor revision proposed	Corporation	July 2014
6	June 2015	Claire Coupland	No amendments proposed	Corporation	June 2015
7	June 2016	Claire Coupland	No amendments proposed	S&G	June 2016
8	June 2017	Claire Coupland	No amendments proposed	S&G	June 2017
9	June 2018	Claire Coupland	Minor revision proposed and accepted.	Corporation	July 2018
10	June 2019	Claire Coupland	No amendments proposed	S&G	June 2019
11	June 2020	Claire Coupland	No amendments proposed	S&G	June 2020
12	May 2021	Claire Coupland	No amendments proposed	S&G	May 2021
13	Sept 2021	Claire Coupland	Inclusion of appendix requested by S&G in May 2021	S&G	Sept 2021

Appendix 1: **GOVERNOR / CO-OPTEE RECRUITMENT PROCESS**

Clerk keeps S&G Committee abreast of pending retirements (12 months in advance) or notifying of resignations (as necessary) and the need to find a replacement or re-appoint.
S&G Determine co-optee vacancies to inform succession planning or bolster committee membership.

GOVERNOR/CO-OPTEE VACANCY OCCURS

S&G Committee uses skills audit and strategic plan to identify skills gaps on the corporation or committee membership that can be addressed through the vacancy

Vacancy advertised, expressions of interest sought.
Application forms, Equality and Diversity Monitoring Sheets and eligibility criteria's distributed with additional information on role responsibilities and expectations.

All completed and signed forms received.
Clerk to arrange interviews with Principal, Chair of Corporation (or other S&G committee representative) to meet with candidate(s).
Structured process for interviews to ensure all key areas are consistently followed.

Post interview(s), panel members to feedback recommendations to S&G Committee. S&G to determine suitability of appointment of Governor(s) / co-optee(s) and make recommendation(s) to Corporation.
Clerk to advise candidate(s) of committee decision and inform of time frame for corporation consideration.
Corporation to consider recommendation(s) and ratify/reject the appointment(s).

If candidate(s) unsuccessful
(appointment not agreed by S&G Committee or later by Corporation).
Clerk to advise candidate in writing. Clerk to retain on register of interest for future vacancies, if appropriate and permitted.

If appointment recommended by S&G and approved by Corporation.
Clerk to advise candidate in writing, seek references and commence induction.