



HUDDERSFIELD NEW COLLEGE FURTHER EDUCATION CORPORATION

THE TERMS OF REFERENCE FOR THE SEARCH & GOVERNANCE COMMITTEE

1. **Composition**

The Search & Governance Committee shall comprise not less than 4 but no more than 7 members.

The Committee may invite the attendance of such college staff or others who may assist in its work.

Any Governor not a member may attend, with permission of the Chair of the Committee, in a non-voting capacity.

The Clerk to the Corporation will act as Clerk to the Committee.

3. **Overall Purpose**

Corporations are required to set up a Search Committee as recommended by the Nolan Committee as an important mechanism to ensure a rigorous and open method of selecting members based on merit. The Search Committee also plays an important role in determining the selection criteria which set out the skills and experience required of new members.

The Search Committee must operate openly and transparently, to ensure that the Corporation is properly responsive to stakeholder interests in respect of its composition arrangements.

4. **Key Tasks**

- Recommending to the Corporation suitable persons as required to serve as Governors, co-opted members of the Corporation Committees, and to nominate the Chair and Vice Chair candidates when vacancies occur for the Corporation and its Committees
- Oversee and provide for the induction and development of members via a sustainable programme
- Review and improve the effectiveness of Governance policies, practices and procedures and make recommendations to the Corporation
- Monitor and review the Corporation's compliance with the Instrument and Articles of Government.
- To assess the appropriate level of Overall Assurance in relation to each of the specific risks for which this Committee has been assigned responsibility by the Corporation.

5. **Meetings**

The Committee shall meet as often as necessary but not less than once per term.

6. Term of Office

Membership of the Committee shall be for a maximum of four years, subject to membership of the Corporation (excluding co-opted members). Retiring members will be eligible for reappointment for a subsequent term.

A member may at any time by notice to the Clerk to the Corporation resign his or her membership.

7. Vacancies

Upon the occurrence of a vacancy or expected vacancy amongst members it shall be for the Corporation to appoint a person to fill the vacancy.

8. Quorum

Meetings of the Committee shall be quorate if 40% or more of the overall Committee membership is present.

If the number of members assembled for a meeting of the Committee does not constitute a quorum the meeting shall not be held and a new meeting date set.

If during the course of a meeting the number of members present ceases to constitute a quorum, the meeting shall be terminated forthwith.

9. Authority

The Committee is authorised by the Corporation to comply with its Terms of Reference. It is authorised for the Committee to seek any information it requires from any employee of the College and all employees are directed to co-operate with any request made by the Committee.

The Committee is authorised by the Corporation to obtain outside legal or other independent professional advice and to secure the attendance of outsiders with the relevant experience and expertise, if it considers this necessary.

10. Reporting Procedure

The Clerk to the Committee shall circulate minutes of the Committee to the Corporation and place items determined as non-confidential on the College website.