

Governance Committee

Terms of Reference

Purpose and Role of the Committee

The main purpose of the Governance Committee is to maintain strategic oversight of governance and the governance framework operating within the Trust. The Committee will action matters relating to governance as delegated by the Trust Board through its scheme of delegation or as a result of specific actions agreed a meeting of the Board of Trustees.

Governance

To monitor the effectiveness of governance arrangements across the trust, including the scheme of delegation, the committee structures, local governance arrangements, and the communication and flow of business between different tiers of governance.

To appoint and or dismiss governors to Local Governing Boards (LGBs) and monitor their effectiveness.

To confirm the appointment or otherwise of the chairs of LGBs

To consider training and development needs for trustees and local governors.

To ensure clerking is effective in supporting governance arrangements.

Search

To support the recruitment and retention of suitably qualified and experienced members, trustees and local governors.

To monitor the recruitment processes of local governing boards, particularly with respect to skills, equality and diversity.

Membership

The committee will be composed of up to 3 trustees, including the Chair of Trustees.

Trustees must declare all relevant pecuniary interests.

Clerking

Meetings will be clerked by Trustee clerking staff.

Organisation

To meet at least three times a year. Extraordinary meetings may be called at two or more trustees request. All committee members must be notified of any such meeting and all may attend.

Quorum – at least two members. Where voting is required, there is one vote per trustee. Absent trustees may submit a vote in writing or by written proxy. Where required, the Chair may exercise a casting vote.

The Chief Executive/Deputy Chief Executive and Director of Quality (the Trust's senior governance professional) will attend but will not have voting rights. Others may attend at the discretion of the Chair.

Chairing

Committee members will elect a Chair annually.

The Chair will construct agendas with the help and support of the executive team and will approve draft minutes for circulating.

Reporting

The minutes of the sub-committee will be available in full to members of the Trust Board as a supplementary document. The Chair will construct a one page summary document for presentation to the full Trust Board and will briefly speak to this paper and answer questions.

Disqualification

Any employee of the trust.

Professional Advisers

To be decided by Trustees as required.

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