

Search Committee

Terms of Reference

1. Purpose

The Instrument and Articles of Government require the Corporation Board to establish a Search Committee to advise on the appointment of governors (other than Staff, Student and Parent Governors) and other such matters relating to membership and appointments as the Corporation may ask it to.

2. Membership

- 2.1. The Committee shall comprise at least four independent members of the Corporation. The Committee should include individuals with an appropriate mix of skills and experience to allow it to discharge its duties effectively.
- 2.2. The Chief Executive shall be an ex-officio member.
- 2.3. The Committee shall also comprise an additional member, who shall be a co-opted Local College Board Chair.
- 2.4. The Chair of the Corporation Board shall be a member of the Committee.
- 2.5. Appointment to the Committee is subject to approval by the Corporation. The term of a member will end if the individual ceases to be a member of the Corporation.
- 2.6. The Corporation may modify the membership of the Committee at any time.
- 2.7. The Chair of the Committee will be appointed by the Search Committee.

3. Meetings

- 3.1. The Committee will meet at least once per term , and as and when required.
- 3.2. Meetings of the Committee shall be quorate if at least three appointed members are present. If the number of members present for a meeting of the Committee does not constitute a quorum, the meeting shall not be held. If during a meeting there ceases to be a quorum, it has been agreed by the Corporation Board that the meeting may continue, however no decisions are to be taken.
- 3.3. The Clerk to the Corporation shall act as Clerk to the Committee.
- 3.4. Every question to be decided at a meeting of the Committee shall be decided by a majority of votes cast by the members present. In the event of a tied vote, the Chair shall have a second or casting vote.
- 3.5. Only members of the Committee and the Clerk have the right to attend meetings. However, other individuals such as the Chief Executive may be invited to attend for all or part of any meeting. Where someone has been invited to attend, they shall be entitled to attend and speak at such meetings, but not to vote.
- 3.6. The Committee may invite the Corporation's advisers or other third parties to attend meetings of the Committee as appropriate (such persons shall not have a vote but shall be entitled to speak at the meeting).

4. Minutes and Papers

- 4.1. The Clerk to the Corporation will normally provide written notice of each meeting and an agenda at least seven days in advance.
- 4.2. Having regard to the criteria for confidentiality used by the Corporation, separate minutes will be prepared for the non-confidential and confidential items.

4.3. All minutes will remain confidential until they are reported to the Corporation. Any minute which provides personal information about an individual or meets other NCG's other criteria for confidentiality shall remain confidential.

4.4. At every Committee meeting the minutes of the last meeting shall be taken as an agenda item, and, if agreed to be accurate, shall be approved as a true record.

4.5. The Clerk to the Corporation shall present the draft Chair approved minutes at the next scheduled meeting of the Corporation.

5. Terms of Reference

5.1. To recommend to Corporation, the appointment (or termination) of governors (other than staff, student and parent governors), ensuring a diverse membership which is reflective of the local communities served by NCG.

5.2. To determine the process whereby candidates are recruited and nominated to the Corporation, Corporation Committees and College Boards.

5.3. To review the Corporation's, Committee's and College Boards' balance in terms of the knowledge, skills, experience and diversity of serving and potential new Governors.

5.4. To monitor the Corporation's approach to succession planning across all its Committees and Boards.

5.5. To review and recommend to the Corporation, policies and procedures for the induction and development of Governors.

5.6. To agree the process and receive and evaluate reports about the performance of the Chair, Independent members of the Corporation Board and College Board Chairs.

- 5.7. To recommend to the Corporation, the Executive and the Directors and employees of any subsidiary companies on matters concerning the appointment and development of the officers of those subsidiary companies, as required.
- 5.8. To appoint the Chairs of any Corporation Committees and report to Board thereafter.
- 5.9. To arrange for periodic reviews of its own performance and, at least annually, review its terms of reference to ensure it is operating effectively and recommend any changes it considers necessary to the Board for approval.
- 5.10. To report to the Corporation Board on its proceedings after each meeting on all matters within its duties and responsibilities.
- 5.11. To make whatever recommendations / endorsements to the Corporation Board it deems appropriate on any area within its remit where action or improvement is needed.