

## **CENTRAL SUSSEX COLLEGE**

### **Terms of Reference for the Governance & Search Committee**

(Revised by the Corporation at its meetings on 11.12.06, 19.07.07, 17.12.07, 15.12.08, 14.12.09, 13.12.10 and 12.12.11)

#### **1 Membership and Quorum**

- 1.1 The Committee shall normally comprise at least 4 Members of the Corporation including:-
- The Chair of the Corporation who shall chair the Committee
  - The Vice-Chairs of the Corporation
  - The Chairs of the Standing Committees
  - Any other Members nominated by the Chair of the Corporation and confirmed by the Committee
- 1.2 The Committee may invite other persons to attend the meeting in order to:-
- provide advice and/or evidence to assist the process of search;
  - verify that the selection process is independent and free from any form of patronage
- 1.3 The quorum for meetings of the Committee shall be three, not including the Principal.
- 1.4 The Committee shall meet twice a year as a minimum.
- 1.5 All Members of the Corporation are invited to attend meetings of the Committee.

#### **2 Terms of Reference**

- (a) To advise the Corporation on the appointment and re-appointment of members of the Corporation other than the Principal having regard to: -
- The provisions of the Instrument and Articles of Government
  - the eligibility requirements from time to time specified in the Instrument of Government
  - the dates of the expiration of the current terms of office of other members of the Corporation
  - the necessary balancing of the respective need for a degree of continuity and the preservation of valuable experience and a measured turnover of Corporation members to secure innovation and guard against conservatism and complacency
  - the need for a range of relevant professional skills and appropriate interests to be available to or represented on the Corporation at all times; and
  - the desirability of securing an appropriate gender balance and representation from persons with disabilities and ethnic minorities.
- (b) To be responsible for the recruitment, screening and nomination process of candidates in respect of vacancies on the Corporation and the Local Community Boards.

- (c) To ensure regular skills audits are undertaken to identify areas of relevant experience and interest when re-appointing existing members and to identify any skills gaps when appointing new members.
- (d) To advise the Corporation on whether or not a limit should be placed on the number of consecutive terms for which all members (other than the Principal) may hold office.
- (e) Without prejudice to the right of any member of the Corporation to do so, to nominate for consideration for appointment by the Corporation suitable persons (whether or not being the retiring holders of these offices) to fill vacancies in the offices of Chair and Vice-Chairs of the Corporation as and when such vacancies occur.
- (f) To co-ordinate the training and development needs of both new and established members of the Corporation and Local Community Boards in the light of their duties, responsibilities and powers at any particular time and to encourage and facilitate members of the Corporation to undertake such training and development as appropriate.
- (g) Undertake any such matter relating to membership and appointments as the Corporation may remit to the Committee.

In carrying out these functions the Committee may

- develop and maintain a database of appropriate persons interested in making a voluntary contribution to the work of the Corporation including potential candidates interested in Corporation membership.
- advertise in the local media for suitable persons to put themselves forward for inclusion on the database.
- initiate searches for additions to the database through consultation with interested bodies including local community and employer representatives and local authorities.
- When a vacancy occurs or is anticipated, the Committee will research suitable candidates drawn from the database through a process of interview and references where considered necessary.

### **Governance**

The Committee will be responsible for the development, review and advice to the Corporation on all matters relating to the effectiveness of College governance. In carrying out this function the Committee will -

- (a) Ensure compliance with the requirements of the Instrument and Articles of Government and with any Skills Funding Agency or successor body requirements in relation to governance.
- (b) Advise the Corporation on governance self-assessment and evaluation procedures and assist its review of its effectiveness, including monitoring any related Self-Assessment Action Plans and agreed performance indicators or targets.
- (c) To consider any governance issues identified during internal and/or external audits of the College and report to the Corporation on recommended remedial action.
- (d) To review any audit report of the oversight of the capital programme in addition to the review carried out by the Audit Committee.
- (e) Review best practice in governance in the sector and advise the Corporation of appropriate action as necessary.

- (f) Review and where appropriate respond to consultation documents from external bodies relating to governance issues.
- (g) Review Committee Membership including the Chairs and Vice Chairs of Committees as required.
- (h) Undertake any such matter relating to governance as the Corporation may remit to the Committee.
- (i) To review its Terms of Reference annually.