

TERMS OF REFERENCE OF THE GOVERNANCE COMMITTEE

The purpose of the Committee is to:

1. undertake responsibilities for search and recruitment of members of the Board
2. ensure that the Board keeps up to date with governance issues
3. ensure a link governor scheme is effectively implemented
4. ensure that student governors are elected and their voice heard at the meetings
5. ensure the regulatory external board review is conducted every 5 years
6. monitor progress against the governance action plan

This will be achieved by:

- considering and advising the Board on all aspects of governance
- monitoring the effectiveness of and quality of governance
- advising on the appointment of the external members
- advising on the co-option of the co-opted members
- making recommendations to the Board on the suitability of candidates for appointment in those categories not specified above
- advising on such other matters relating to membership and appointments as the Corporation may remit to it
- appointing Mentors / buddies for new members
- identifying areas of expertise which would best serve the needs of the Corporation
- conducting regular skills analyses to ensure a wide and effective spread of skills
- keeping the composition of the Board of Governors under review
- keeping the training and development needs of the Board under review

- recommending governance standards for board and committee operations.

Membership:

- is made up of the Chair and Vice-Chair of the Board of Governors, the Principal and the Chairs of the following committees:
 - Audit and Assurance
 - Resources
 - Curriculum and Quality
- should be reviewed annually
- the Chair and Vice-Chair to be chosen from the membership of the Committee, on an annual basis at the final meeting of the academic year for the forthcoming year.
- will be quorate at meetings with an attendance rate of 40% or two members whichever is the greater

Accountability:

- the Chair (or when unable, the Vice-Chair) will report to the Board at its meetings, providing draft minutes and a verbal summary of discussions and papers where appropriate.
- That a proposer may not vote on their own proposal

Review:

- terms of reference should be reviewed annually
- the Committee should review the programme of work on an annual basis and approve it at the final meeting of the academic year for the forthcoming year

Meetings:

- the Committee will meet before Board meetings and when a candidate for the Board is presented
- meetings will be held at Stanmore College or online using College secure technology
- the Director of Governance, will, in consultation with the Chair and senior leadership team, generate an agenda according to the programme of work and any issues arising during the year
- papers will be circulated to members and relevant staff one week before the meeting
- papers will be circulated electronically unless paper copies are requested by members
- the Director of Governance will generate minutes of each meeting within 10 working days, to be approved and signed by the Chair at the following meeting.
- an action list, drawn from the minutes will be circulated to committee members and relevant staff once minutes have been agreed by the Chair
- minutes will be approved and signed by the Chair at the following meeting.

Valid from June 2023 – July 2024

Approved by the Board : 11 July 2023