

CONSTITUTION: SEARCH AND GOVERNANCE COMMITTEE

This policy is regularly reviewed to ensure compliance with current regulations

Approved/reviewed by	
Clerk to the Corporation – April 2020	
Date of next review	As and when decided by the Corporation

This policy and procedure is subject to The Equality Act 2010 which recognises the following categories of individual as Protected Characteristics: Age, Gender Reassignment, Marriage and Civil Partnership, Pregnancy and Maternity, Race, Religion and Belief, Sex (gender), Sexual orientation, Disability, Socio-Economic Disadvantage

1. COMPOSITION

Six members of the Corporation including the Principal.

2. FUNCTION

2.1 The function of the committee shall be subject to the provisions of the Articles of Government and to the overall responsibility of the Corporation.

2.2 The committee's function shall be:

- to advise on the appointment of members of the Corporation and advise and / or act on behalf of the Corporation in such matters relating to membership of and appointments to the Corporation as the Corporation shall remit to the committee.
- to ensure that there are organised and clear governance structures and processes, with well-understood delegations and authorities, and that governors are capable, knowledgeable and supported.
- to ensure that the Corporation has the appropriate balance of skills, experience and knowledge to enable it to discharge its duties and responsibilities effectively.
- to monitor compliance with adopted codes of practice
- to advise on succession planning for the corporation.

3. CONDUCT

3.1 The committee shall appoint a Chair and Vice Chair from amongst its members at its first meeting in each academic year or, if a position becomes vacant, at the first meeting following the vacancy occurring. The members appointed shall serve as Chair/Vice Chair until the next election takes place or he / she ceases to be a member of the committee. In the absence of the Chair and Vice Chair, the committee members present at a meeting may appoint a member to act as Chair of the meeting.

3.2 The Clerk to the Corporation shall act as clerk to the committee. In the absence of the Clerk, the Principal shall make arrangements for a suitable person to clerk the committee.

3.3 The committee shall meet at intervals determined by the Chair in consultation with the Principal and / or Clerk to the Corporation. Meetings may also be called at the request of a majority of the committee's members.

3.4 The notice and agenda for a meeting of the committee shall be circulated by the Clerk to all members of the committee not less than seven days before the meeting. Any items, motions or reports for the Agenda must be submitted by members at least two weeks before the meeting at which they are to be considered. Items so submitted should be accompanied by a short explanatory note. Items which are submitted late may be included on the agenda at the discretion of the Chair of the committee. Where the Chair so directs on the ground that there are matters demanding urgent consideration, it shall be

sufficient if the notice and agenda are given within such period, being less than seven days, as he / she specifies.

- 3.5 A special meeting of the committee may be summoned by the written request to the clerk of a majority of the committee's members or the Chair and the clerk shall give not less than three clear working days notice of such a meeting. Members of the committee initiating a special meeting shall state in writing the purpose for which it is to be convened and it shall consider no other business.
- 3.6 The quorum for any meeting of the committee shall be three members. If the number of members of the committee assembled for a meeting does not constitute a quorum, the meeting shall not be held.
- 3.7 If in the course of a meeting of the committee the number of members present ceases to constitute a quorum, the meeting shall be terminated forthwith.
- 3.8 If for lack of a quorum a meeting cannot be held or as the case might be cannot continue, the Chair shall if he or she thinks fit call a special meeting to be summoned as soon as conveniently possible.
- 3.9 Decisions taken by the committee shall be by a show of hands unless a resolution be passed that a secret ballot take place. In the event of equality of votes on any issue the person presiding at the meeting shall have a second or casting vote.
- 3.10 No resolution of the committee may be rescinded or varied at a subsequent meeting unless consideration of the rescission or variation is a substantive item of business on the agenda for that meeting.
- 3.11 The validity of any proceedings of the committee shall not be affected by any vacancy amongst the members of the committee or by any defect in the nomination, election or appointment of a member.
- 3.12 The Clerk to the committee shall keep a record of all meetings and shall submit copies of the committee's minutes to the Corporation.
- 3.13 The Chairman of any meeting of the committee shall, if he/she agrees the draft minutes to be an accurate record, shall sign them as a true record. The final version of the minutes shall be approved by the committee at a subsequent meeting.
- 3.14 In considering any matter in which a member of the committee has or has had a personal interest, he / she shall declare the interest and shall, if the committee so determines, take no further part in the debate or any vote which may follow it.
- 3.15 A resolution in writing, in hard copy or by electronic means, signed by the majority of the members of the committee who would have been entitled to vote upon it had it been proposed at a meeting of the committee, shall be effective provided that-

- (a) A resolution in writing may comprise several copies to which one or more members have signified their agreement and shall be treated as passed on the date of the last signature;
- (b) A written resolution will lapse if it is not passed before the end of the period of 28 days beginning with the circulation date. The “circulation date” is the day on which copies of the written resolution are sent or submitted to members or, if copies are sent or submitted on different days, to the first of those days.

4. TERMS OF OFFICE

Members of the committee appointed by the Corporation shall hold office until:

- a) he / she ceases to be a member of the Corporation;
- b) he / she gives notice in writing to the Clerk of his / her resignation from membership of the committee;
- c) his / her membership of the committee is terminated by the Corporation;
- d) he / she ceases to be eligible to serve on the committee;
- e) he / she is replaced by the Corporation as a member of the committee.

5. ADMISSION TO MEETINGS

The arrangements for admitting non-members to meetings of the committee shall in accordance with the Instrument of Government and the Corporation’s policy on such admissions as determined from time to time.

6. PUBLICATION OF PAPERS

Papers of the committee shall be published in accordance with the Instrument of Government and any further determination made by the Corporation.

This Search Committee will have due regard of the need to: -

- eliminate unlawful discrimination, harassment and victimisation and any other conduct prohibited by legislation;
- advance equality of opportunity between people who share a protected characteristic and people who do not share it; and
- foster good relations between people who share a protected characteristic and people who do not share it.