



BOARD MEMBERSHIP COMMITTEE

TERMS OF REFERENCE

- Membership:** 5 Members to include the Chair of the Board and CEO
- Membership to include an appropriate mix of skills and experience to discharge the Committee's duties effectively
- Quorum:** 3
- Chair:** To be appointed by the Board of the Corporation from amongst the Board Members
- Clerking arrangements:** Clerk to the Board, all papers or presentations are to be received 7 days in advance of any meeting.
- Meetings:** One per term, however ad hoc meetings can be called if required
- Status:** Required Committee (*under College's Instrument and Articles of Government*)
- Powers:** **Advisory** to the Board, to consider any matters within its set remit or as may be specifically delegated by the Board from time to time
- Reporting arrangements:** Relevant matters and recommendations to be reported to the next suitable Board meeting (*The nature of the Committee's business is such that the minutes of each meeting will usually be classified as 'confidential'*)
- Purpose:** To advise the Board on the appointment and any re-appointment of Board Members and Committee Membership.
- Review:** The committee, including its terms of reference, will be reviewed and evaluated annually in relation to performance against the scheme's objectives, this to include the date of the last review

The responsibilities of this Committee will include:

- a) make arrangements for search and short-listing prospective candidates to fill vacancies or prospective vacancies on the Board;
- b) interview prospective candidates and existing Board members proposed for re-appointment;

- c) advise and make recommendations on appointments and re-appointments to the Board and its committees;
- d) conduct termly skills audits of the Board membership to ensure a balance of skills is available to the Corporation and its committees;
- e) recommend to the Board from time to time an appropriate “person specification” to be used in considering applications for membership and to make such changes to the person specification as are necessary and appropriate before recommending each appointment. Where appropriate, the retrospective approval of the Corporation may be given to any such changes determined by the committee;
- f) where possible to ensure a diverse and inclusive Board to reflect the composition of the student population and the college’s catchment area;
- g) establish policies and procedures for induction and development of members of the Board including the establishment of a training needs analysis and training programme; the committee to have delegated authority to review and approve the following policies every three years:
 - Policy on Induction for New Governors
 - Policy on Appointment, Re-appointment and Removal of a Governor
 - Policy for Mentoring New governors
 - Policy on Succession Planning for Governance
- h) recommend to the Board for approval appropriate objectives for:
 - the Corporation; and/or
 - the Chair of the Corporation for each academic year (August - July the following year).

The Committee shall monitor the progress made in meeting those objectives and shall report annually to the Corporation on whether the objectives have been met;
- i) review the overall performance of the Board and its committees including receiving an attendance analysis and report the results to the Board;
- j) review and, if agreed, to approve expense payments to members of the Board not already covered by the approved expenses policy;
- k) recommend to the Board the composition of committees and “link governorships” and the appointment of Corporation members to particular roles including Safeguarding; Careers and Skills; Cyber and Information Security; and SEND
- l) make recommendations to improve the efficient operation of the Board;
- m) review bi-annually the policy on Governor Succession Planning;
- n) recommend to the Board the appointment of a chair of a sub-committee; and
- o) recommend to the Board the appointment every three years of an External Board Effectiveness Review.