

**STAFFORD COLLEGE**

**STANDING ORDERS FOR THE  
SEARCH AND GOVERNANCE COMMITTEE  
*of the*  
STAFFORD COLLEGE CORPORATION**

*Approved by the Corporation on 14 December 2000*

*Latest update approved by the Corporation October 2008*

# SEARCH AND GOVERNANCE COMMITTEE

## 1. Purpose

- 1.1 To advise the Corporation on the appointment and re-appointment of external members of the Corporation other than the Principal and student or staff members, having regard at all times to the provisions of the statutory instrument and articles of government, the policy of the Corporation for the appointment of members and the evaluation of the contribution of members seeking re-appointment.

## 2. Composition

- 2.1 The Committee shall comprise the following members:

- The Chair of the Corporation (ex officio)
- The Principal (ex officio)
- Three other members of the Corporation
- The Vice Chancellor of Staffordshire University or his/her designated nominee (co-opted member)
- The President of the Stafford Chamber of Commerce or his/her designated nominee (co-opted member)

## 3. Appointments, Chair, Term of Office

- 3.1 All appointments to the Committee shall be made by the Corporation.
- 3.2 The Chair of the Committee shall be elected by the Corporation for a maximum of four years.
- 3.3 Neither the Principal nor any Staff or Student Member shall be eligible to be appointed as Chair.
- 3.4 The Clerk to the Corporation shall act as Clerk to the Committee.
- 3.5 If the Chair is absent from any meeting of the Committee, the members present shall choose one of their number to act as Chair for that meeting, provided that the member chosen shall be a member of the Corporation.
- 3.6 Membership of the Committee shall be reviewed by the Corporation annually in October. Members of the Committee shall be eligible for reappointment.
- 3.7 If at any time the Corporation are satisfied that any member of the Committee:-
- (a) has been absent from meetings of the Committee for a period longer than six consecutive months without the permission of the Corporation; or
  - (b) is unable or unfit to discharge the functions of a member,
- the Corporation may by notice in writing to that member remove him from office, and thereupon the office shall become vacant.

#### **4. Meetings**

- 4.1 The Committee shall meet at least once per year and shall hold other such meetings as may be necessary.
- 4.2 A special meeting may be called at any time by the Chair or at the request in writing of three members of the Committee.
- 4.3 Meetings shall be quorate if at least 40% of members are present, of whom Corporation members are in the majority (i.e. at least 3 members, 2 of whom shall be Corporation members).
- 4.4 If for a lack of quorum a meeting cannot be held or, as the case may be, cannot continue, the Chair shall, if he thinks fit, cause a special meeting to be summoned as soon as conveniently may be.
- 4.5 Every question to be decided at a meeting of the Committee shall be determined by a majority of the votes of the members present and voting on the question. Where there is an equal division of votes, the Chair of the meeting shall have a second or casting vote.
- 4.6 A member may not vote by proxy or by way of a postal vote.
- 4.7 The provisions of the Instrument of Government in relation to Members not to be financially interested in the Institution; Meetings; Quorum; Proceedings of Meetings; Minutes; Public Access to Meetings; Publication of Minutes and Papers; and Allowances to Members shall apply to the membership and meetings of the Committee except as provided in this Clause 4 and in Clauses 1 to 3 above.

#### **5. Participation of Other Members of the Corporation**

- 5.1 Members of the Corporation who are not members of the Committee:-
  - (a) shall receive a summary of the minutes of the Committee (full minutes and agenda papers shall be available on request from the Clerk to the Corporation);
  - (b) shall have the right to attend meetings of the Committee as an observer or at the invitation of the Chair;
  - (c) at the invitation of the Chair, may participate in any debate of the Committee;
  - (d) notwithstanding the above, shall not vote on any matter to be decided by the Committee;

except that staff and student members of the Corporation shall not normally receive any papers or minutes relating to, or have any right to attend or participate in, any matter to which Clause 14(5), (7) or (8) of the Instrument of Government applies.

- 5.2 The Committee may, when they are satisfied it is appropriate, go into confidential session and exclude any, or all, participants and observers.

## **6. Terms of Reference**

- 6.1 To advise the Corporation and make recommendations on:
- (i) the appointment of external members of the Board (other than the Principal or staff and or student members) and on its composition and balance;
  - (ii) the term of office of Board members;
  - (iii) the procedure by which, on completion of a term of office, a Board member might be re-appointed for a further term of office;
  - (iv) the procedure for filling a vacancy on the Board;
  - (vi) membership of Standing Committees of the Board;
- 6.2 To be responsible for a comprehensive programme of on-going governor training and development, including an induction programme for newly-appointed members to the Board.
- 6.3 To undertake a regular skills audit of members of the Corporation in order to identify any gaps in experience and expertise with a view to filling any skills gaps when appointing new members.
- 6.4 To consider the balance of the Board in relation to equality and diversity to ensure that, as far as possible, membership of the Board reflects the community served by the College in terms of gender, race, age and disability balance.
- 6.5 To evaluate the contribution to the work of the Board of existing members before advising the Corporation on the appointment of new members or the re-appointment of existing members, (especially after serving for two terms of office).
- 6.6 To develop and maintain a suitable database of potential candidates and at least once per year to place an open advertisement in the local and regional media for persons who might be interested in being added to the database.
- 6.7 To carry out an annual self-assessment of the performance of the Committee as part of the self-assessment process for the Corporation as a whole.
- 6.8 To undertake in-year amendments to the Committee's Standing Orders, subject to an annual review by the Corporation.