

The HENLEY College Corporation

Governance & Search Committee Terms of Reference

In carrying out its responsibilities set out below, the Committee will have proper regard to health and safety, safeguarding learners/vulnerable adults, Prevent and promoting equality and respecting the diversity of the College community.

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 Corporation;
- b) interview prospective candidates and existing Corporation members proposed for re-appointment;
- c) advise and make recommendations on appointments and re-appointments to the Corporation and its committees;
- d) conduct periodic skills audits of the Corporation membership to ensure a balance of skills is available to the Corporation and its committees;
- e) recommend to the Corporation 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 Corporation 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 Corporation 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 Corporation for approval appropriate objectives for:
 - (i) the Corporation; and/or
 - (ii) 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 Corporation and its committees including receiving an attendance analysis and report the results to the Corporation;
- j) recommend to the Corporation candidates for the post of College Ombudsman;

- k) review and, if agreed, to approve expense payments to members of the Corporation not already covered by the approved expenses policy;
- l) to recommend to the Corporation the composition of committees and “Link Governorships”
- m) to make recommendations to improve the efficient operation of the Corporation;
- n) review bi-annually the policy on Governor Succession Planning;
- o) to recommend the appointment of a chair of a sub-committee to the Board.

| | |
|-------------------------|--|
| Membership | At least four Governors (including the ex officio members: the Chair of the Corporation and the Principal). One member may be a co-opted person with relevant recruitment or governance expertise who need not be a Corporation member |
| Quorum | The greater of two members or 40% of membership |
| Chair | To be elected by the Committee and recommended for appointment by the Board. |
| Period of office | To be determined by the Corporation but not to exceed six years in aggregate. |
| Frequency of | One ordinary meeting each term |
| In attendance | Director of Governance |