



Heart of Yorkshire Education Group

Search and Governance Committee

Terms of Reference 2023/24

1 Objectives

1.1 The Committee shall, on behalf of the Corporation of the Heart of Yorkshire Education Group (to be referred to as the corporation), be responsible to:

- Make recommendations to the Corporation on the structure, composition and balance of the Corporation, and its committees. The Committee shall be responsible for nominating candidates for the approval of the Corporation to fill vacancies on the Corporation and its committees and for determining the process whereby candidates are nominated.
- Lead the process for recruiting new members and co-opted members.
- Evaluate the contribution of existing members before making recommendations to the Corporation on their reappointment.
- Oversee the job descriptions and appraisal systems for members, the Chair of the Corporation and the Governance Professional.
- Ensure an effective training and development programme for members, including their induction, is in place.
- Advise the Corporation on matters relating to succession planning.
- Advise the Corporation on other issues of governance as appropriate.
- Ensure the vision and values of the Corporation are reviewed regularly.

2 Membership

- 2.1 The Committee shall be appointed by the Corporation and shall consist of at least five members including:
 - The Chair of Corporation; and
 - the Principal and CEO.
- 2.2 A quorum shall be three members.
- 2.3 The Committee's membership will be reviewed on an annual basis and approved by the Corporation.

3 Appointment of Chair and Vice Chair

- 3.1 The Chair and Vice Chair of the Committee shall be appointed by the Committee and shall be independent Corporation members.
- 3.2 The Chair of the Committee should not be any of the following:
 - The Principal and CEO.
 - A co-opted member.
- 3.3 The Chair and Vice Chair shall hold office for one year, and until the first meeting of the Committee of the subsequent College year.
- 3.4 At the end of the term of office the Chair and Vice Chair shall be eligible for re-appointment.
- 3.5 If the Chair and Vice Chair are absent from any meeting of the Committee, the Committee members shall choose one of their number to act as Chair for that meeting.

4 Meetings

4.1 Attendance

- The Committee shall have the power to invite such other people to attend meetings as may be desirable and necessary.
- The Governance Professional shall be the Governance Professional to the Committee.

4.2 Frequency of Meetings

- Meetings shall be held as required to fulfil the Committee's objectives, with normally at least three meetings per year.

5 Authority

5.1 The Committee is authorised by the Corporation to obtain outside legal or other independent professional advice and to secure the attendance of outsiders with the relevant experience and expertise if it considers this necessary.

6 Duties

6.1 Acknowledging the items in 1.1 above, the main duties of the Committee shall be:

- (i) To consider and make recommendations to the Corporation on the Corporation's structure, composition and balance, and on the procedures for appointment to the Corporation.
- (ii) To seek applications in respect of vacancies on the Corporation and its committees and to make recommendations regarding appointments.
- (iii) To evaluate the contribution of existing members before making recommendations regarding their reappointment.
- (iv) To consider from time to time and make recommendations to the Corporation on the composition and balance of the Corporation's committees.
- (v) To consider and make recommendations on committee membership on an annual basis.
- (vi) To publish on the College's website and make available for inspection by any member of the public, in accordance with the Articles of Government, any rules specifying the way in which the Committee is to be conducted, its terms of reference and its advice to the Corporation, other than advice which the Corporation is satisfied should be dealt with on a confidential basis.
- (vii) To approve an annual training and development programme for members.
- (viii) To ensure the job descriptions and appraisal systems for members, the Chair of Governors and the Governance Professional remain relevant and fit for purpose.
- (ix) To advise the Corporation on matters relating to succession planning.

- (x) To advise the Corporation on other issues of governance as appropriate.
- (xi) To advise the Corporation on the appointment of co-opted members.
- (xii) To have particular regard to the outcome of skills audits aiming to ensure that the balance of membership in terms of equality and diversity is appropriate and reflects the communities served by the Group and consider the implications of the Group's overall equality and diversity policy, including any measurable objectives that may be relevant. It will report to the Corporation on these issues as required and at least once per year.
- (xiii) To have oversight of the self-assessment process and to recommend the Corporation follow best practice to ensure it, and its committees, can improve their effectiveness.
- (xiv) To recommend an external review of governance periodically.
- (xv) Review any proposed changes to the I&As, Standing Orders and these Terms of Reference making recommendations to the Corporation.

6.2 The Search Process

- 6.21 The Committee shall develop and maintain a database of appropriate persons interested in making a voluntary contribution to the work of the Corporation, including those interested in Corporation membership.
- 6.22 The Committee will regularly initiate searches for additions to the database through consultation with interested bodies including local community groups/ employer representatives and local authorities. When a vacancy occurs or is anticipated, the Committee will research suitable candidates drawn from the database through a process of interview and confidential references and will advertise the vacancy as appropriate.
- 6.23 The Committee will put forward to the Corporation for their consideration suggestions for each vacancy. In making their suggestions, the Committee will present a resume of the strengths and weaknesses of each candidate.
- 6.24 The Corporation shall not appoint any member of the Corporation (other than the Principal, staff or student members) without first consulting and considering the advice of the Committee. Appointments shall be made in accordance with the Instrument and Articles of Government.
- 6.25 The Committee may at times propose to use specialist recruitment services to support the recruitment of individuals with the necessary skills and expertise required.

6.26 The Committee shall review these Terms of Reference and its compliance with them on an annual basis.

7 Reporting Procedures

7.1 The Governance Professional shall circulate minutes of the meetings of the Committee to all Corporation members (excluding confidential minutes).

7.2 The Chair of the Committee will provide reports and updates to the Corporation Board following each committee meeting, as the Committee considers necessary.

8. Equality, Diversity and Inclusion Statement

The College values diversity and inclusion and is committed to promoting equal opportunities and eliminating discrimination. Therefore, the Committee will exercise its responsibilities, as far as practicable, to promote equality and diversity and will carry out its business to promote equality of opportunity for all.

9. Safeguarding Policy

The Corporation recognises its moral and statutory responsibility to safeguard and promote the welfare of students. It works to provide a safe and welcoming environment where students are respected and valued. It is alert to the signs of abuse, neglect, radicalisation and extremism and helps to set procedures to ensure students receive effective support, protection and justice. The Corporation expects its members, staff and volunteers working on behalf of the college to share this commitment.