

Created by:	Catherine Sykes, Director of Governance
Approved by:	Corporation (reviewed by Governance, Search & Remuneration Committee)
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1. Policy Introduction
<p>1.1 The Governance, Search & Remuneration Committee has responsibility for advising the Corporation on all aspects of the Corporation's membership, including the appointment and reappointment of Governors and Co-Opted Advisers.</p> <p>1.2 The Governance, Search & Remuneration Committee will review on a regular basis those terms of office that are due to expire and will seek to ensure that periods of time when the Corporation is below full membership are minimised.</p> <p>1.3 The Governance, Search & Remuneration Committee will also monitor skills gaps of the Corporation and advise on new appointments to fill such gaps.</p> <p>1.4 The Governance, Search & Remuneration Committee also has been delegated the responsibility for making decisions on appointments of Governors to other College roles as described in this policy.</p>
2. Responsibility & Implementation
<p>2.1 The Governance, Search & Remuneration Committee also has been delegated the responsibility for recommending appointments of Governors to other College roles as described in this policy.</p> <p>2.2 It is the responsibility of the Director of Governance to alert the Committee when a Governor's/Co-Optee's term of office is nearing expiry who will use this policy when arranging a reappointment or the recruitment of a replacement. This will include keeping the Corporation's skill mix and diversity under review with a view to seeking appropriate improvements, if possible, as well as ensuring the current Governors/Co-Optees are those required to meet and maximise the College's strategic objectives.</p> <p>2.3 In line with the College's Single Equality Scheme, no person will be treated less favourable on the grounds of the protected characteristic or any other condition and the College will offer appropriate support to any individual wishing to make an application as a Governor or Co-Opted member.</p> <p>The rules for the appointment of Governors and Co-Opted members are detailed in the Corporation's Standing Orders. This policy is consistent with Standing Orders and provides further detail to these rules. In the event of an unanticipated conflict between this policy and the Corporation's Standing Orders, Standing Orders will take precedence.</p>

3. Policy Details

3.1 Filling of Vacancies

- 3.1.1 When a vacancy arises for an external Governor or Co-Opted Adviser, the Governance, Search & Remuneration Committee will review the current skill mix, diversity of Governors and the anticipated requirements of the Corporation.
- 3.1.2 A suitable advertisement may be placed in publications likely to reach a broad cross-section of the population and persons likely to be able to meet the person specification. Existing Corporation members will also be asked to bring the vacancy to the attention of any persons that they think might be suitable for appointment. Any other suitable means of advertising the vacancy will be used.
- 3.1.3 Applications and information regarding the collection of equality data shall be submitted in writing to the Director of Governance.
- 3.1.4 A panel of Governance, Search & Remuneration Committee members will be formed to interview appropriate candidates and make recommendations to the Corporation which shall include the Chair or Vice Chair of the Corporation, another Governor and a member of the Executive Management Team with appropriate experience in the skills or expertise the applicant will bring.

3.2 Expiry of the Term of Office of an Existing Governor

- 3.2.1 The Director of Governance shall report to the Governance, Search & Remunerations Committee the name of any Governor whose term of office is nearing its expiry. This must be done in sufficient time for the Committee to report to the Corporation at its last meeting before the term of office expires.
- 3.2.2 Provided the Governor has indicated their willingness to remain on the Corporation, or a Co-Opted Adviser has indicated that they wish to be re-appointed for a further year, the Governance Committee will consider whether or not to make a recommendation to the Corporation that the Governor/Co-Optee be appointed to serve for a further term of office.
- 3.2.3 The Committee shall base their decision on the following factors:
 - a) Whether the skills, experience and diversity of the Governor/Co-Optee are still required
 - b) Whether it would be appropriate to take the opportunity to refresh the range of skills, experience and diversity available to the Corporation
 - c) The Governor's/Co-Optee's contribution and commitment to the Corporation's work
 - d) The length of the Governor's/Co-Optee's previous service on the Corporation
- 3.2.4 A Governor's/Co-Optee's term of office will expire automatically unless the Governance Committee decides to recommend a further appointment and the Corporation accept the recommendation. In recognition of the recommendations of the Committee on Standards in Public Life and in line with the Standing Orders and the Terms of Office of Governors Policy, a Governor shall not serve for more than two consecutive periods of four years, or three consecutive periods of three years, i.e. 8 or 9 years. In line with the Governance Terms of Office policy, no Co-Optee can serve for more than four years.

- 3.2.5 The Governance, Search & Remuneration Committee may recommend that the Corporation waives this general rule if there are exceptional reasons for a Governor being appointed for a third term of office lasting no more than one year.
- 3.2.6 Where the Corporation decides to appoint an existing Governor or Co-Optee for a further term of office, the Corporation shall make the appointment in accordance with the Instrument and Articles of Government.
- 3.2.7 Where the Corporation decides not to appoint an existing Governor or Co-Optee for a further term of office, a vacancy shall exist and shall be dealt with under this policy.

3.3 Staff Governors

- 3.3.1 When the term of office of a Staff Governor is nearing expiry or a vacancy arises for any other reason, the Director of Governance will oversee the arrangements for the appointment of a new Staff Governor.
- 3.3.2 When there is a vacancy for a Staff Governor, the selection process shall be the same as for an external member (see term 3.1).
- 3.3.3 Staff Governors are eligible to serve a maximum of two four-year terms or three three-year terms.

3.4 Student Governors

- 3.4.1 When there is a vacancy for a Student Governor, the selection process shall be the same as for an external member (see term 3.1).

3.5 The Chief Executive/Principal

- 3.5.1 In accordance with the Instrument and Articles of Government, the Chief Executive Officer shall be a Governor of the College unless s(he) chooses otherwise.
- 3.5.2 Separate arrangements apply to the selection and appointment to any Chief Executive Officer vacancy.

3.6 Appointments

- 3.6.1 It is a condition of appointment for all Governors and Co-Optees that they must:
- a) Declare their interests in the form prescribed by the Corporation
 - b) Declare their eligibility for Corporation membership or to serve as a Co-Optee
 - c) Agree to be bound by the Code of Conduct approved by the Corporation
 - d) Undergo a Disclosure and Barring Service

4. Related Documentation

Corporation Standing Orders

Terms of Office for Governors/Co-Opted Advisers

Instrument and Articles of Government

5. Monitoring and Review

This policy will be monitored by the Director of Governance on a three yearly basis, unless changes in legislation require earlier review.