

Search & Nominations Committee Terms of Reference

Date first approved	
Review Officer	
First review date	May 2022
Date review approved by BOM	May 2022
Next review date	March 2023
2023-2024 Review Date	March 2024

Constitution

The Board of Management has established a committee known as the Search and Nomination Committee. The quorum for all meetings of the committee shall be:

- three board members, with
- at least one from the 'Other Board Members' group or the committee chair, with
- at least 50% of board members present being Independent Directors, whilst
- discounting any Ex-Officio members present.

The Committee may be attended, at the invitation of the Chair by members of the College's academic and support staff or by external advisers. The purpose of such an invitation will be to provide specialist information and advice to assist the Committee in its deliberations. Individuals attending on this basis may not vote on any decision made by the Committee.

Membership

Not less than five Board Members, including the prescribed roles of:

- Chair of the Board of Management who shall serve as Chair of Search and Nominations Committee
- Vice Chair of the Board of Management,
- Student Director
- Chair of Audit Committee
- Chair of Human Resources & Remuneration Committee
- Chair of Learning, Teaching and Research Committee
- Chair of Finance and General Purposes Committee

The Principal is an ex-officio member. The Vice Chair of each of the Standing Committees, may deputise in the absence of the Chair of that Committee. Any individual holding more than one prescribed role is only entitled to one vote.

Chair	David Sandison
Prescribed Board Members	Student Director – Gary Souter Interim Vice-Chair of the Board of Management - Graeme Howell Interim Chair of Audit Committee – Lauren Doughton <u>Claire Christey</u> Interim Chair of Human Resources and Remuneration Committee – Davie Sandison Chair of Learning Teaching and Research Committee, Karen Hall Interim Chair of Finance and General Purposes Committee – Graeme Howell
Other Board members	John Goodlad - Independent Director Simon Clarke - Staff Director
Ex Officio	Principal – Jane Lewis
Management Team Member	Principal – Jane Lewis
Staff In Attendance	Board Secretary - Matt Sierocinski King

Frequency of Meetings

The Committee shall meet only when required, and report to the Board of Management.

Remit

The Committee has overall responsibility for reviewing the balance of skills and experience of non-executive members of the Board of Management and committees of the Board of Management and for making recommendations to the Board of Management in relation to the appointment of non-executive members.

The Search and Nomination Committee shall:

1. Consider the skills matrix of current Board Members to determine the skills and experience required of prospective members
2. For Board of Management non-executive positions and in consultation with the Principal and Board Secretary, agree:
 - 2.1. A timetable for recruitment and selection process
 - 2.2. The various forms of advertising to be used to ensure the College meets the College Sector Board appointment requirements and the requirements of the Public Sector Equality Duty
 - 2.3. The key information to be included in the advertising material.
3. Provide for the consideration of the Board, a list of names for members of Board Committees
4. Have regard to all relevant Ministerial Guidance on appointments to the Board of Management and to embed such information in the recruitment packs