



**COLEG GWENT FURTHER EDUCATION CORPORATION
GOVERNANCE & MEMBERSHIP COMMITTEE
TERMS OF REFERENCE**

Approved 20 July 2021

Purpose of the Committee

The committee is established to advise the Board on all matters relating to Governance arrangements and Corporation membership, including equality and diversity.

The Corporation is committed to the principles of equality of opportunity and diversity in the workplace. All recommendations of the Governance & Membership Committee take full account of the Corporation's statutory responsibilities in relation to these principles.

1. Executive Responsibilities

- 1.1 To determine and oversee the recruitment and assurance process for new Corporation Members. To include seeking out and recommending suitable high calibre candidates that meet current the needs of the Corporation.
- 1.2 To meet with all candidates for appointment to the Corporation and (with reference to supporting applications and references) make recommendations to the Board on those candidates considered suitable for appointment or for inclusion on the 'Recommended List'.
- 1.3 To make recommendation to the Board in relation to applications for re-appointment of Corporation members.
- 1.4 To approve relevant Tier 2 membership related policies and procedures as delegated by the Board. This will include policies and procedures relating to the recruitment, induction, development and performance management of members.
- 1.5 To provide an Annual Report to the Board on the committee's activities and Board diversity.

2. Advisory Responsibilities

- 2.1 To advise and make recommendations on the composition of the Corporation and committee membership and to advise/make appropriate recommendations to the Board on its membership needs.
- 2.2 To advise and make recommendations on equality, diversity and inclusion matters in relation to Corporation membership.
- 2.3 As required, to advise and make recommendations in respect of appointments to the role of Chair or Vice Chair under the terms set out in the Corporation Standing Orders.

- 2.4 To regularly review member appointment dates and advise on appropriate succession planning measures to ensure ongoing quality and continuity of leadership.
- 2.5 To advise on and review the results of, the annual performance management and Board effectiveness reviews and make appropriate recommendations to support ongoing quality improvement in governance.
- 2.6 To consider external consultations on governance issues and make recommendations to the Board on the Corporation's response.
- 2.7 To review any comments/recommendations in relation to governance arising from internal or external review of the college and were appropriate, make recommendations to the Board on any action required.
- 2.8 To review and make recommendations on relevant Tier 1 policies relating to governance and membership matters.

3. Monitorial Responsibilities

- 3.1 To monitor the diversity profile of the Board.
- 3.2 To monitor the skills profile of the Board and its committees in relation to current Corporation membership.
- 3.3 To regularly review Corporation attendance data and make any necessary recommendations.
- 3.4 To monitor ongoing Governor development including compliance in relation to compulsory training requirements for Corporation members.
- 3.5 To monitor emerging guidance and advice on governance issues.

4. Additional Matters

- 4.1 The authority to appoint members to the Corporation rests with the Board as a whole, but in considering an appointment, the Board must take into account the advice of this committee.
- 4.2 The committee has executive responsibility only as specifically delegated to it by the Board.
- 4.3 The committee will address any other matter referred to it by the Board.
- 4.4 The Governance Officer will act as Clerk to the Committee.
- 4.5 The Committee Chair will regularly report to the Board on the activities of the committee.
- 4.6 The Governance Officer will ensure that copies of minutes (or draft minutes) are circulated to all Corporation members for information at the

