

## **NOMINATIONS AND GOVERNANCE COMMITTEE TERMS OF REFERENCE**

### **Purpose**

The Nominations and Governance Committee is responsible to the Board of Governors for the oversight of corporate governance arrangements to ensure that the University is pursuing best practice. It is responsible for identifying and recommending the appointment of new Governors to the Board and for the nomination of Governors and co-opted members for appointment to committees.

### **Terms of Reference**

1. To keep under review and advise the Board of Governors on the University's governance arrangements.
2. To monitor developments in governance good practice and make recommendations to the Board regarding compliance.
3. To develop processes for the Board's periodic review of its own effectiveness.
4. To keep under review the membership and profile of the Board of Governors and undertake succession planning.
5. To have due regard to the University's equality and diversity policies.
6. To seek out possible candidates as governors.
7. To nominate new governors for appointment to the Board.
8. To review the membership of committees and nominate to the Board the appointment of governors to committees.
9. To develop, oversee and monitor the implementation of the governor induction and training programme, and the appraisal of governors.

### **Composition**

Chair of the Board of Governors (Chair)

Deputy Chair of the Board of Governors (if this position is not held by a Committee Chair)

Chair of Audit Committee

Chair of Finance, Estates and IT Committee

Chair of Strategic Planning and Performance Committee

Vice-Chancellor

**In Attendance**

Clerk to the Board of Governors

Deputy Clerk to the Board of Governors

**Minimum number of members that must be present to constitute a valid meeting (Quorum):**

Three members, of whom at least two must be independent governors.

**Frequency of meetings:**

Three per year