

**TERMS OF REFERENCE  
LONDON & SOUTH EAST EDUCATION GROUP (LSEEG)  
SEARCH & GOVERNANCE COMMITTEE**

**Purpose**

To review and determine the composition of the Governing Body across the Group Organisations ensuring observing the governance codes and principles of governance, provided by regulatory authorities and the DfE, ensuring opportunity for development and succession planning, compliance with mandatory training and continuous review of the policy landscape and horizon scanning for best practice governance. Ensuring our Governing Bodies promote, support and model our charitable objectives, mission, vision and values.

**Membership**

The Search Committee shall comprise at least 3 Governors or Trustees

- Chair of LSEC Corporation & Group Board (Chair)
- Chair of LSEAT Board
- Vice Chair LSEC Corporation
- Group Principal & CEO
- Group Executive Director Governance (Clerk to the Boards)

**Arrangements**

- The Chair of the Committee will be the Group Board Chair
- The Vice Chairs of the Committee will be the Chair LSEAT Board.
- The Governance Professional & Clerk to the Boards shall be the Clerk to the Committee.
- The Committee may invite advisers or other appropriate individuals to attend a meeting to provide information.
- The Committee shall meet at least once in every academic year but ideally once a term and more frequently as business needs determine.
- In-line with agreed policy, meetings can be held virtually, and decisions can be taken by email involving all Committee members

**Quorum**

The quorum for the Committee shall be three Members

**Terms of Reference**

- To receive reports on identified skills gaps and to make appointment of Governors and Trustees

Appointments to be approved at

- LSEC Board to approve LSEC Governor appointments
- LSEAT Board to approve LSEAT Trustees
- LSEAT Board to approve LSEAT Co-opted Trustees
- LSEAT Members to approve LSEAT Trustees

- To receive reports on identified skills gaps and to make recommended appointment of Vice Chairs and Chairs in accordance with the Group Governance Policy on Succession Planning, appointments to be approved by
  - LSEC Board and LSFG Board to approve their Chair and Vice Chair recommended appointments.
  - The sponsor body (LSEC) to approve LSEAT Chair and Vice Chair recommended appointments.
- To oversee and ensure delivery of the Annual Board Self Evaluations and Performance Reviews of Governors and Trustees and to review and consider these in accordance with Group Governance Policies, including my not limited to Succession Planning, Selection and Re-appointment, Attendance and Removal.
- The Committee shall be responsible for advising the Boards on the appointment and reappointment of Members of the Boards other than the Group Principal & CEO (who shall be eligible to serve on the Independent Boards as a result of the post) and staff and student governors.
- The Committee may, however, discuss options for the recruitment of both Staff and Student Governors in line with the requirements of the Instrument and Articles of Government.
- The Committee shall, from time to time, consider and make recommendations to the Independent Boards on composition and balance, and on the procedures for appointment to the Corporation.
- The Committee will consider the skills needs of the Independent Boards, establish the range of skills and experience of existing Members and identify gaps, referencing the Governance Skills Matrix.
- The Committee will ensure observance of the AOC Code of Good Governance for English Colleges and the DfE Governance Handbook and provide to new and existing Governors and Trustees.
- The Committee shall, where appropriate, develop the Corporation policies and procedures for the induction, performance appraisal and development of Corporation Members.
- The Committee shall have the power to employ the services of such external advisers as they deem necessary to fulfil their responsibilities.
- The Committee shall, from time to time, advise the Independent Boards on the balance and composition of its Committees including the value of Co-opted Members onto those Committees.

- The Committee shall advise the Independent Boards on the appointment of co-opted members to Committees.
- The Committee will monitor, consider and advise the Independent Boards as appropriate on aspects of standards in public life and other ethical and good practice relevant to the governance of the College.
- The Committee will regularly initiate searches for potential candidates through consultation with interested bodies including local community/employer representatives and local authorities.
- The Committee will periodically scan the horizon for Good Governance practice and application, through membership organisations e.g. NGA, CST, AOC and the DfE, to support and recommend changes to governance models and/or practice.

#### **General**

- The Independent Boards shall not appoint any member to the Board (other than the Principal, Staff and Student Members) unless it has first considered the advice of the Search Committee.
- Appointments shall be made in accordance with the Instruments and Articles of Government.
- The Committee will be held accountable by the presentation of meeting Minutes by the Committee Chair to the Independent Boards.
- In order to ensure good practice, the terms of reference will be reviewed annually by the Committee.
- The Committee Papers will be prepared and presented by the Group Executive Director Governance (Clerk to the Boards)
- Next review – July 2022