



CORPORATION SEARCH AND GOVERNANCE COMMITTEE

TERMS OF REFERENCE

- 1 The Committee shall comprise 6 persons consisting of:

The Corporation Chairman ex-officio
The Corporation Vice-Chairman ex officio
The Principal ex-officio
Three other members of the Corporation
- 2 Committee members shall hold office for 4 years, or until the termination of their membership of the Corporation, whichever is the earlier.
- 3 Members retiring at the end of their first term of office shall be eligible for reappointment.
- 4 Save for the ex-officio members, a person shall be ineligible for appointment as a Committee member if s/he has served for more than 8 years on the Committee.
- 5 The Committee shall from time to time consider and make recommendations to the Corporation on the Corporation's composition and balance, and on the procedures for appointment to the Corporation.
- 6 The Committee shall be responsible for nominating candidates for the approval of the Corporation to fill vacancies on the Corporation, and for determining the process whereby candidates are nominated. The Committee shall be responsible for nominating candidates for the approval of the Corporation to fill vacancies on The Macclesfield Academy's governing body in the sponsor nominated category.
- 7 The Committee shall be responsible for nominating candidates for reappointment to the Corporation and shall evaluate the past performance of such candidates as part of this process. The Committee shall have regard to the advice of the Committee on Standards in Public Life (the Nolan Committee) in considering the reappointment of an existing Member.
- 8 The Committee shall develop and recommend to the Corporation policies and procedures for the induction and governance development of Corporation Members.
- 9 The Committee shall from time to time consider and make recommendations to the Corporation on relevant matters relating to corporate governance to ensure that the highest standards are maintained
- 10 The Committee shall have the power to employ the services of such external advisers as are deemed necessary to fulfil its responsibilities.

- 11 The Chairman of the Corporation shall chair the Committee and shall invite other Members of the Corporation who are not Members of the Committee to attend meetings of the Committee, as appropriate, although only Members of the Committee shall count towards the determination of the quorum.
- 12 The terms of reference of the Committee shall be reviewed annually by its Members and any proposed amendments shall be recommended to the Corporation for approval.
- 13 The quorum for meetings of the Committee shall be 3 Committee Members.
- 14 The Committee shall meet when necessary, but at least once each year.
- 15 The Clerk to the Corporation shall act as Clerk to the Committee and shall keep appropriate records of the proceedings. The minutes of the Committee meetings shall be made available during normal office hours by application to the Clerk, other than Part II agenda items which shall remain confidential. Part I minutes of Committee meetings shall also be published on the College's website in accordance with the mandate given by the Corporation and in compliance with the requirements of the Instrument and Articles of Government'.

Rebecca Clare (Mrs)
Clerk to the Corporation
November 2016

Approved by the Corporation 2 November 2015, upon the annual review of the Committee terms of reference, as part of the annual business plan cycle (Corporation minute 18/15 refers)

Approved by the Corporation 15 December 2009, upon the annual review of the Committee terms of reference, as part of the annual business plan cycle (Corporation minute 45/09 refers)

Approved by the Corporation 12 July 2011 (Corporation minute 22/11 refers), upon the annual review of the Committee terms of reference, as part of the annual business plan cycle (Corporation minute 45/08 refers)

Approved by the Corporation 9 July 2013 (Corporation minute 27/13 refers), upon the annual review of the Committee's terms of reference, in accordance with the business planning cycle