

# GOVERNANCE AND MEMBERSHIP COMMITTEE

## Terms of Reference

### Purpose

To make recommendations for effective governance arrangements and the appointment of University Council and Committee members.

### Membership

Chair of the University Council, Chair, ex officio

Vice-Chancellor, ex officio

Deputy Vice-Chancellor, ex officio

Up to four members of the University Council of whom one is an External Member.

One member of staff elected by, and from, the Senate.

One Dean appointed by and from the Deans. (Period of office two years)

### In attendance

University Secretary (Committee Secretary)

### Quorum

Three members of whom at least two shall be members of the University Council.

### Frequency of Meetings

1. The Committee shall usually meet twice a year, and at least annually and shall report to the University Council.

### Delegation of Authority

1. The Chair shall have authority to act between meetings after consulting with the Vice-Chancellor and the University Secretary. Details of any action taken will then be reported back to the Committee.

### Duties and Responsibilities

#### Governance

1. To review the effectiveness of governance procedures and test compliance with recommended codes of practice from national bodies such as HEFCE, and the Committee of University Chairs.
2. To review induction and on-going development for Council and Committee members.
3. To review and consider the application of the current codes of practice on good governance and charitable compliance.

#### Membership

4. To invite on a confidential basis, nominations made in response to the notification by the University Council of vacancies for External, Co-opted and Committee members of the Council, and make recommendations to Council on the appointment of new members having due regard to the perceived skills balance required and the need to promote equality and diversity in relation to Council's operation.
5. To make recommendations to the University Council on the re-appointment of all members of the Council.

6. To make recommendations to the University Council on the appointment and re-appointment of members to Committees of the Council and joint Council/Senate Committees.
7. To advise and make recommendations to the University Council concerning an appointment to the office of the Chancellor.

5 July 2018