

BORDERS COLLEGE
NOMINATIONS COMMITTEE
TERMS OF REFERENCE

1. Constitution

A minimum of five members. A minimum of three members of the Committee will be independent non-executive directors one of whom should be the Chair of the Regional Board. For the avoidance of doubt, the Principal of the College is ineligible for appointment. All appointments to the Committee shall be made by the Board with exception of the Chair of the Regional Board. Members of the College Management Team should be in attendance as requested by the Chair.

1.1 Quorum: Three members of the Committee shall constitute a quorum. Members are able to co-opt other members with particular expertise.

1.2 Chair: The Chair of the Regional Board will chair the Committee. In the absence of the Chair, the remaining members present shall elect one of their own number to chair the meeting.

2. Terms of Reference

2.1 To determine the process for nominations, appointments /extensions to the Regional Board of 'ordinary' members;

2.2 To nominate candidates for the approval of the Regional Board, Chair and Ministers to fill vacancies on the Regional Board;

2.3 To conduct succession planning with the dual purpose of ensuring that the members of the Board have the requisite skills, experience, knowledge and other relevant attributes for the Board to perform effectively, and ensuring there is diversity in relation to members' protected characteristics;

2.4 To develop policies and procedures for the induction, training and development of Regional Board Members;

2.5 To review and approve procedures for search, nomination and appointment of new members. Ensure that these follow Ministerial guidelines in relation to the appointment, re appointment/extension of 'ordinary' members, incorporating consideration of the Regional Board Member's performance and contribution to the Regional Board;

2.6 Consideration of formal succession planning arrangements, for 'ordinary' members and in particular the key roles of Principal and Vice Chair; taking into account the challenges and opportunities facing the College and the impact these have on the skills and expertise required by the Regional Board going forward;

- 2.7** To take into account Scottish Ministers guidance on College Sector Board Appointments and powers under the Further and Higher Education (Scotland) Act 1992 and the Further and Higher Education (Scotland) Act 2005 in the recruitment and appointment or extension of a Regional Board Member;
- 2.8** The Committee will conduct an open, transparent and merit-based recruitment process for new Board Members; and
- 2.9** To consider and make representations to the Regional Board on the appointment of co-opted members.

3. Meetings

The Committee shall meet annually and more frequently as necessary; or at such times as the Chair of the Committee shall require.

4. Reporting

All members of the Regional Board shall receive a copy of the minutes of each meeting and the Chair of the Committee shall make a report at the following Regional Board meeting.

A formal Annual Report shall be submitted to the Regional Board which details the activities of the Committee on all matters within its duties and responsibilities.

Approved by the Board – 1 Dec 2022

Date of Next Board Review – June 2023