

Terms of Reference

Court Governance and Nomination Committee Terms of Reference

Nominations

- a) The Court Governance and Nomination Committee shall keep Court's membership under review, seeks out new lay members to serve on Court and makes recommendations to Court. In considering possible nominations, the Committee should have regard to equality and diversity, the age distribution, occupations and gender of existing members of Court with the aim of ensuring a good balance of representation. The Committee must be particularly mindful of the present and future needs of the University for lay members with specific types of expertise and experience.
- b) To have due regard to any applicable legislation relating to the composition of Court and its Committees and to the expectations of the Scottish Code of Good HE Governance and ensure that the Court has appropriate diversity and that membership procedures ensure equality of opportunity.
- c) To keep the committee's own membership under review in order to maintain consistently the relevant balance of skills, knowledge and experience.
- d) To map the committee's terms of reference onto the corporate risk register and to monitor those risks which are encompassed in the committee's sphere of responsibility.
- e) Inasmuch as benchmark information is available, to benchmark the committee's objectives annually against comparable institutions to ensure that these continue to be fit for purpose and reflect best practice in terms of corporate governance.
- f) To ensure that decision making is consistent with the duties of the Equality Act 2010

Governance

- g) To advise Court on matters of Court governance and to consider and report to Court on the findings and outputs of Court effectiveness reviews as required, at a minimum, by the Scottish Code of Good HE Governance (including both annual effectiveness reviews and externally facilitated effectiveness reviews);
- h) To keep the Court's governance instruments, including the Court Standing Orders and Order of Council, under review and to propose such amendments to the Court as may be necessary or appropriate from time to time;
- i) To monitor the University's ongoing compliance with the Scottish Code of Good Higher Education Governance;
- j) To monitor the operation and effectiveness of the Governor's Code of Conduct and the application of the Conflict of Interest Policy to governors.

Composition

No fewer than three lay governors, one of whom is the Chair of Court

The Principal

One staff governor

One student governor

In Attendance

University Secretary & Vice Principal (Governance)

Quorum

A quorum comprises no fewer than three members, two of whom must be lay governors and one of whom must be the Chair of the Committee or his/her nominee.