



**Procedure for the Removal of a Governor from Office
Under Instrument of Government 9(2)**

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Board of Governors

Procedure for the Removal of a Governor from Office Under Instrument of Government 9(2)

1. TERMS OF REFERENCE

1.1 Clause 9 (2) of the Instrument of Government states that:

“If at any time the Corporation is satisfied that any member-

- a) is unfit or unable to discharge the functions of a member; or
- b) has been absent from meetings of the Corporation for a period longer than six consecutive months without the permission of the Corporation,

the Corporation may by notice in writing to that member remove the member from office and the office shall then be vacant.”

2. PURPOSE

2.1 This procedure details how the Board of Governors will deal with any issues that arise under Instrument 9(2)

3. SCOPE

3.1 This procedure relates to all members of the Board of Governors and to External Co-Opted Members of Committees of the Board.

4. INABILITY OR UNFITNESS

4.1 Any question, regardless of its source, as to whether or not a member may be unable or unfit to discharge the functions of a member must be referred, in writing, to the Clerk to the Corporation.

4.2 When such a question is brought to the attention of the Clerk to the Corporation he/she shall immediately notify the Chair of the Board of Governors. If it appears to the Chair that the matter should be pursued, he/she will decide, in consultation with the Clerk to the Corporation, whether or not further investigation is necessary and, if so, how this should be carried out.

- 4.3 The Chair, following completion of the investigation referred to in 4.2 above, will decide, in consultation with the Principal and the Clerk to the Corporation, whether or not the matter should be referred to the Search Committee and, if necessary, shall authorise the Clerk to the Corporation to convene a special meeting. The Search Committee will consider the outcome of the investigation and determine whether the Committee should recommend to the Board of Governors that the member be removed from office.
- 4.4 If a question is raised as to whether or not the Chair of the Board of Governors is unable or unfit to discharge the functions of member, the responsibilities of Chair detailed in paragraphs 4.1 to 4.3 above, will be undertaken by the Vice-Chair of the Board of Governors.

5. ABSENCE FROM MEETINGS FOR A PERIOD LONGER THAN THAT STATED IN THE INSTRUMENT OF GOVERNMENT OR THE STANDING ORDERS

- 5.1 The Clerk to the Corporation is responsible for monitoring the attendance of governors at formally summoned Board of Governors and Committee meetings. If a member has been absent from meetings of which he/she is a member for a period longer than that stated in the Instrument of Government or Standing Orders (whichever is appropriate) without the agreement of the Board or relevant Committee, the Clerk to the Corporation will notify the Chair of the Board of Governors and the Principal.
- 5.2 The Clerk to the Corporation will write on behalf of the Chair to the member concerned explaining the position regarding his/her attendance and advising that this could result in the member's removal from office. The member should be asked to provide, within ten working days, written reasons for his/her non-attendance at meetings.
- 5.3 The Clerk to the Corporation will then discuss the matter with the Chair and the Principal. The Chair shall decide, in consultation with the Clerk to the Corporation, whether or not the matter should be referred to the Search Committee and, if necessary, shall authorise the Clerk to the Corporation to convene a special meeting. The Search Committee will consider the matter and determine whether the Committee should recommend to the Board of Governors that the member be removed from office. If necessary, the Search Committee may instruct the Clerk to the Corporation to convene a special meeting of the Board of Governors in order for its recommendation to be considered.

6. MEETINGS OF THE SEARCH COMMITTEE REGARDING THE REMOVAL FROM OFFICE OF A GOVERNOR OR AN EXTERNAL CO-OPTED COMMITTEE MEMBER ("the member").

- 6.1 Meetings of the Search Committee at which the removal of a member is to be considered shall be convened by the Clerk to the Corporation giving at least seven days notice in writing to all parties entitled to attend the meeting. If the member fails to attend the meeting, the Committee may proceed in his/her absence unless he/she provides appropriate evidence (e.g. a medical certificate) for their being unable to attend.
- 6.2 The member whose removal is being considered will be provided with written notification of the matters being considered by the Search Committee. The member will be invited to provide to the Committee in advance of the meeting any written representations and evidence (e.g. medical certificates) which he/she wants to rely on.

- 6.3 The meeting shall be attended by members of the Search Committee, the Clerk to the Corporation, and the member whose removal from office is being considered. The member whose removal from office is being considered may be accompanied at the meeting of the Search Committee if they so wish. The companion attends the meeting solely for the purpose of giving the member moral support and not in order to act as an advocate or to speak on their behalf. The person accompanying the member must respect the confidential nature of the proceedings. No person who has been formally excluded from the College's premises will be allowed to accompany the member.
- 6.4 The member whose removal from office is being considered shall be entitled to attend all parts of the meeting relating to whether he/she should be removed from office save that he/she shall not be entitled to be present during any discussion or voting by the Search Committee that takes place after the hearing of the facts relevant to the Committee's decision.
- 6.5 At the meeting, the reasons why consideration is being given to the removal of the member shall be explained to the member concerned and he/she shall have the opportunity to state his/her case in full. Both the member and the Search Committee shall have the right to examine witnesses if appropriate.
- 6.6 The Search Committee shall decide whether or not to recommend to the Board of Governors that the member should be removed from office. Where the Search Committee decides to recommend that the member be removed from office, the Clerk to the Corporation will arrange for this recommendation to be considered by the Board of Governors, convening a special meeting if it is necessary to do so. The member whose removal from office is being considered will be invited to attend the Board meeting at which the Search Committee's recommendation is being considered save that he/she shall not be entitled to be present during any discussion or voting by the Board of Governors that takes place after the Search Committee's recommendation has been considered.
- 6.7 The Board of Governors will consider the recommendation of the Search Committee and determine whether the member should or should not be removed from office. In either case the Chair shall notify the member of the Board's decision in writing as soon as practicable after the meeting and, in any event, within ten working days.
- 6.8 A governor removed from office shall have no right of appeal against the Board's decision.
- 6.9 Where the member whose removal from office is being considered is a member of the Search Committee, the matter will be referred to and considered directly by the Board of Governors.

7. REVIEW OF PROCEDURE

- 7.1 The Search Committee will review this procedure, on behalf of the Board of Governors, at least every five years.