

## Vice-Chairs of Committees

Search and Nominations Committee are asked to consider the job description and duties below, and determine whether or not there is merit in recommending to each Committee of the Board that they appoint a Vice-Chair.

Current arrangements for covering the vacancy or absence of a Chair is determined by each committee in the meeting to which no chair is present. Recommending the establishment of a Vice-Chair role in each Committee, permits and encourages each committee to have a designated individual to carry out the duties of the Chair of the Committee should they be unable to do so. Furthermore, it encourages communication between the Chair and the Vice-Chair of each committee to communicate in advance of a meeting, to ensure that the meeting can be appropriately chaired.

### Draft Role Description and Duties for Committee Vice-Chairs

#### Requirements of a Committee Vice-Chair

- That they be a member of the committee to which they are Vice-Chair of
- That they are an Independent Director

#### Role of the Vice Chair

The Vice Chair of a given committee has a particular responsibility for providing support to the Chair of the Committee and for helping to ensure it discharges successfully its overall responsibility for the activities of the College as a whole. They have a key role to play in ensuring that the Committee works effectively. That role will include:

- providing support to the Committee, helping the Chair in welding together the individual Committee members into a cohesive team, to enable it to carry out its responsibilities effectively;
- ensuring that the Committee remains focused on the bigger strategic picture, retaining only oversight of operational matters that are properly the preserve of management;
- deputizing for the chair in their absence at Committee meetings, and at Search and Nominations Committee meetings, in line with the terms of reference of Search and Nominations Committee

#### Vice-Chair Duties

- In the absence of the Chair,
  - provide effective leadership of the Committee and ensure that the Committee fulfils its duties, roles and responsibilities

- ensure members work together effectively and efficiently and have confidence in the procedures laid down for the conduct of business.
- ensure members have a proper knowledge and understanding of their roles and responsibilities.
- develop an effective and mutually supportive working relationship with the Principal, College Secretary and senior staff;
- ensure that the Committee observes the principles of public life, and that members comply with the Code of Conduct and other governance standards.
- chair Committee meetings and approve minutes of meetings prior to circulation, and ensure committees report to the Board on a timely and efficient basis.
- exercise the right of a second or casting vote in situations where there is an equal division of votes.