

SPECIAL COMMITTEE

Terms of Reference

The Special Committee (the “**Committee**”) is a committee of the Board established under the terms of clause 4 of the Articles of Government.

OBJECTIVE

To consider disciplinary matters related to Senior Post Holders and appeals from staff and students, with a view to report to the Board as appropriate.

1. MEMBERSHIP

The Committee shall consist of three independent members of the Board having regard to governor availability for the duration of any one particular appeal. Governors appointed to consider disciplinary matters must not be the same governors who have received the investigating officers’ initial report.

2. TERMS OF OFFICE

Terms of office of the members shall be contiguous with their membership of the Board.

3. APPOINTMENT OF COMMITTEE CHAIR

The Committee shall appoint one of its members to be its Chair.

4. COMMITTEE PROCEDURES

QUORUM

All three members present.

CLERKING

All meetings will be clerked by the Director of Governance. In their absence the Committee will appoint a Clerk.

FREQUENCY OF MEETINGS

The Committee shall meet as and when required.

ATTENDANCE AT MEETINGS

The investigating officer.

The Director of Governance as Clerk to the Committee. The Director of HR, Marketing and OD will Clerk the meeting if the matter pertains to the Director of Governance.

NOTICE OF MEETINGS

Meetings of the Committee shall be convened by the Director of Governance.

Unless otherwise agreed, notice of each meeting confirming the venue, time and date, together with an agenda of items to be discussed, shall be forwarded to each member of the Committee, and any person required to attend, no later than seven days before the day of the meeting. Supporting papers shall be sent to Committee Members, and other attendees as appropriate.

MINUTES

The Director of Governance shall minute the proceedings of all meetings of the Committee, including recording the names of those present and in attendance.

Draft minutes of Committee meetings shall be circulated promptly to the Chair for review and then onto Committee members.

The minutes of the Committee meetings shall be presented to the next meeting of the Board (excluding confidential items).

REPORTING PROCEDURES

The Chair of the Committee shall present a summary report of the Committee's agenda at the subsequent Board meeting and the minutes of the meetings will be available to the Board (excluding confidential items).

5. PURPOSE OF COMMITTEE

1. To receive the investigating officer's report into disciplinary matters related to Senior Post Holders and appeals from staff and students
2. To consider appeals from Senior Post Holders related to matters of grievance, suspension or dismissal
3. To seek any relevant information it requires from any member of staff, the Board, or any relevant third parties
4. Action taken by the Special Committee will be in accordance with the RNN Group procedures for Senior Post Holders

6. AUTHORITY

The Committee is authorised by the Board to obtain outside legal or other independent professional advice at the expense of the Group, and to secure the attendance of outsiders with the relevant experience and expertise if it considers necessary.

6. REVIEW

The Search, Governance and Remuneration Committee shall review annually the Special Committee's terms of reference to ensure that it is operating at maximum effectiveness recommending any changes to the Board for approval.

Date	Version	Summary of changes	Changes made by
02/06/2025 25/06/2025	Annual review Approved	No changes	Search, Governance and Remuneration Committee Board
11/09/2024 09/10/2024	1.0 new terms of reference Approved	Terms of reference drafted	Search and Governance Committee Board