

Terms of Reference: Governance Committee

1. Name of Committee/Board
 - 1.1. Governance Committee
2. Purpose
 - 2.1. The RCN Council has established the Governance Committee in accordance with Schedule Rule 2.1 of the *Royal Charter*.
 - 2.2. The main purpose of the Governance Committee is to ensure that the Royal College of Nursing follows best practice in corporate governance and has effective governance structures and ways of working in place.
3. Delegated responsibilities
 - 3.1. The role of the Governance Committee is to support RCN Council to discharge its governance duties as delegated below:
 - a) to champion good corporate governance across the organisation
 - b)

8. Election/appointment to the Committee

8.1 The Chair of Council shall invite members of the Council to join the Governance Committee based on their skills, knowledge and interests.

8.2 External advisers to the Committee will be appointed based on their skills, knowledge and interests.

9. Terms of office

9.1 Terms of office will be for two years except for casual vacancies which will be to the end of the vacant term.

9.2 Council members must stand down from the Committee once they are no longer a Council member.

9.3 The *RCN Regulation on Terms of Office* shall apply in respect of serving more than one term.

10. Mid-Term (casual) vacancies

10.1 A casual vacancy on the Governance Committee shall be filled at the discretion of the Chair of Council.

11. Chair and vice chair

11.1

13.2 The processes for such removal will be in accordance with the Member Resolution policy.

Reviewed by Governance Committee on: 28 February 2024

Approved by Council on: 17 April 2024

These Terms of Reference will be reviewed annually.