

**THE FURTHER EDUCATION CORPORATION OF
LONG ROAD SIXTH FORM COLLEGE**

Standing Orders for the Corporation 2022/23

1. Introduction

- 1.1 The Standing Orders for the Corporation are established to assist with the effective operation of the Corporation and its committees. Having first taken the advice of the Clerk to the Corporation, the ruling of the Chair as to the meaning and/or application of these Standing Orders will be final at any meeting of the Board or a Committee.
- 1.2 The operation and responsibilities of the Corporation are described in The Further Education Corporations (Former Sixth Form Colleges) Instrument and Articles of Government Order 2008, with mandatory changes resulting from the Apprenticeships, Skills, Children and Learning Act 2009, the Education Act 2011 and the Modification Order made by the YPLA, with effect from 31 March 2012, as outlined in the Baseline document prepared for Sixth Form Colleges by Eversheds (July 2012). Long Road Sixth Form College Corporation made changes to its Instrument & Articles under the freedoms introduced by the 2011 Act, in 2016, and in 2018. Standing Orders for the Corporation should be used in conjunction with these document and advice from funding and other regulating bodies.

2. Composition of the Corporation:

- 2.1 The Corporation shall consist of the following members:

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| Independent | 13 |
| Principal | 1 |
| Student | 2 |
| Staff | 3 |
| Parent | 1 |

Total membership 20

- 2.2 Also in attendance at every meeting will be:
Clerk to the Corporation (or assistant to the Clerk if appointed)
Senior Post Holders: Principal, Vice Principal and Finance Director

3. Quorum

- 3.1 The full Corporation will be quorate with a minimum of 40% members then in office either present or participating remotely but so that all can hear, and be heard by all others present, eg. whether by video or telephone or other means, throughout the meeting, as provided for by Clause 13 of the Instrument of Government.
- 3.2 Quoracy may be reduced to no less than 30% of appointed members for temporary periods, in exceptional circumstances, as provided for by Clause 13 of the Instrument of Government.

4. Appointment of Chair and Vice Chair:

- 4.1 The Governors shall appoint a Chair and up to 2 Vice Chairs from among their number.

- 4.2 The Chair will conduct all meetings of the full Corporation except where, in his or her absence, the Chair's role will be taken by a Vice Chair.
- 4.3 Neither the Principal or any staff or student member shall be eligible to be appointed Chair or Vice Chair.
- 4.4 The Chair and Vice Chairs are elected to serve initially for a one year term of office but may be reappointed for a longer term of office (a maximum of 4 years or for their remaining period of office if shorter). They may be reappointed for a second term of office at the end of that period. Further terms may be considered in exceptional circumstances.
- 4.5 If both the Chair and Vice Chairs are absent from any meeting of the Corporation, the members present shall choose one of their number to act as chair for that meeting, provided that this is not the Principal or any staff or student Governor.
- 4.6 The Chair or a Vice Chair may resign his/her office at any time by giving notice in writing to the Clerk to the Corporation.
- 4.7 At the first meeting following the expiry of the term of office of the Chair or Vice Chairs, or following the resignation of either, the members shall appoint a new Chair or Vice Chair from among their number.
- 4.8 The role and responsibilities of the Chair and Vice Chair are given in Appendices A and B.
- 4.9 Whilst any Governor is free at the appropriate time to nominate another Governor for appointment as Chair or Vice Chair, the Governance and Search Committee (GSC) will seek to identify Governors who might be appointed to these positions in the future. This is with the intention of avoiding a situation in which the Chair and/or Vice Chair(s) either reach the end of their term of office or decide to stand down and there is no Governor to take their place.

5. Appointment of the Clerk to the Corporation:

- 5.1 The Corporation shall appoint a person to serve as Clerk to the Corporation.
- 5.2 The Clerk to the Corporation (or in the case of unavoidable absence their assistant or a delegated nominee) shall attend all meetings of the Corporation (including committees)
- 5.3 The Clerk to the Corporation shall withdraw from that part of any meeting at which his/her remuneration, conditions of service, conduct, suspension, dismissal or retirement are to be considered, in which case the members shall appoint from their number a person to act as Clerk for the duration of such meeting or part of a meeting.

6. Procedures for the selection, appointment and resignation of Governors

- 6.1 The Governance and Search Committee will advise the Corporation on the appointment of Governors.
- 6.2 The Corporation shall not appoint any member to the Corporation (other than the Principal) until it has first considered the advice of the Governance and Search Committee.

- 6.3 All members are appointed for four years, except the parent nominees who will serve for two years; and the student nominees (see 6.7 below); unless a Governor tenders his/her resignation, or for the other reasons specified in the statutory instrument.
- 6.4 Provided they are not otherwise disqualified, Governors shall be eligible for reappointment for a second term of office. Further terms of office may be considered as an exception.
- 6.5 In the event of a vacancy for a parent nominee, the Clerk shall invite nominations from the parent body. All parents or carers or persons with parental responsibility (according to government guidelines) for students currently enrolled at the College during the period of voting shall be eligible to vote. If more than one nomination is received for each vacancy, parents will be invited to vote (votes will be limited to a maximum of 2 per student attending the College).
- 6.6 In the event of a vacancy for a staff nominee, the Clerk shall invite nominations from the appropriate group of staff. Seconders shall be required to support nominations. If more than one nomination is received for each vacancy, then eligible staff will be invited to vote. Staff Governors shall be eligible for reappointment for a second term of office. Further terms may be considered as an exception.
- 6.7 Student Governor elections will be staggered by a year, to ensure continuity, and where possible shall take place during the first term of an academic year. The term of office in each appointment will be up to two academic years, dependent upon the date of election. Membership must terminate when the student ceases to be enrolled as a student at the College.
- 6.8 The Corporation shall confirm an Independent Governor's appointment after consideration of the advice of the Governance and Search Committee.

7. Eligibility to Serve

- 7.1 The Clerk will check that all Governors are still eligible to serve on an annual basis. To assist in this, Governors will be requested to complete a Declaration of Eligibility annually. (Appendix C).
- 7.2 In line with the Governor recruitment policy/procedure, enhanced DBS checks will be carried out on all Independent and Parent Governors as part of the appointment/election process. Until such time as the process of checking is complete, in every case Governors will be escorted at all times whilst on College grounds.

8. Register of Interests

- 8.1 The Clerk shall hold a record of the Register of Interests of Governors. The Register shall be updated annually (Appendix D).
- 8.2 The register is available during normal office hours to any person wishing to inspect it.
- 8.3 The Clerk shall ensure that the register is available at all Corporation meetings.

9. Schedule of Meetings

- 9.1 The Corporation shall meet at least once a term.

- 9.2 A schedule of dates of normal Corporation meetings and its committees for the following year shall be proposed during the spring term of each academic year. Non-scheduled meetings may be called as provided for in clause 12 (4) of the Instrument of Government.
- 9.3 The Corporation will consider the financial position of the College at least once a term.

10. Agenda

- 10.1 The agenda for Corporation meetings is co-ordinated by the Clerk, in consultation with the Chair and the Principal prior to its issue to members.
- 10.2 The Clerk shall, at least seven days before the date of the meeting, send written notice of the meeting and the agenda to the members, subject to the exceptions in clause 12 (2) of the Instrument of Government. Meetings will usually be called electronically eg. by email notification, with papers being made available on an electronic site accessible by the members. As outlined in clause 12 (5) of the Instrument of Government this period of notice can be waived where there are urgent matters for consideration.
- 10.3 Individual members, committees, working groups or officers of the Board may place items on the agenda by writing to the Clerk at least ten days before the meeting.
- 10.4 Supporting papers will be made available to members by being made available on an electronic site accessible by the members or, in an exception where specifically requested by Corporation members, in hard copy, normally at least seven days before the meeting. Documentation should be provided to the Clerk in sufficient time for this to happen.
- 10.5 Matters for decision are not normally taken under any other business (unless of a very urgent nature) and should be supported by documentation.
- 10.6 Agenda papers will not be made generally available until a meeting has taken place.

11. Attendance at Meetings

- 11.1 Governors shall be required to record their physical presence at a meeting by signing an attendance register circulated during the course of the meeting. Where members participate in meetings remotely, eg. by video or telephone or other means, the Clerk shall record attendance on the register on behalf of the member(s).
- 11.2 Members shall be notified by the Clerk in advance of all relevant arrangements where meetings are to be conducted remotely, whether by video or telephone or other means.
- 11.3 The intention of individual Governors to attend Corporation meetings by remote means, as an exception, will be notified, agreed and communicated in advance.
- 11.4 Governors should ensure that, if they are unable to attend any meeting of the Corporation or any of its committees to which they have been appointed, apologies are notified in advance either directly through the Clerk or through another Governor.
- 11.5 The time of arrival and departure of any Governor arriving after the start or leaving before the end of the meeting will be recorded in the minutes.

- 11.6 The Clerk shall maintain a record of attendance at meetings of the Corporation and its committees. The Corporation may, at any time, review the attendance record and may choose to exercise its right under clause 10 (1) (2) of the Instrument of Government to remove a Governor from office. Members may be removed if they have been absent from meetings of the Corporation for a period longer than 6 months without the permission of the Corporation. The Clerk shall draw to the attention of the Chair any Governor who appears to be falling into this category.
- 11.7 Governors are expected, as far as is practicable, to give priority to attendance at the scheduled meetings of the Corporation and its committees.
- 11.8 Governors have set a performance indicator of 80% attendance at all Corporation meetings in any year. Participating in remote meetings, eg. whether by video or telephone or by other means, shall be counted as full attendance, provided that all present can hear, and be heard, by other members. The Clerk shall draw to the attention of the Chair any Governor whose attendance falls significantly and consistently below the target of 80%.
- 11.9 If a Governor is aware that, for a defined period of time during their term of office, they are unable to attend meetings due to parental leave, working away from home, scheduled medical treatment or other commitments then they should notify the Clerk, giving details of the nature of their commitment and the anticipated timescale. This information will be reviewed by the Chair of the Corporation and at the next meeting of the Governance and Search Committee (GSC) and at the discretion of the Chair/Committee the Governor will be granted a leave of absence from meetings during the period. This sabbatical period will normally be for a period of one to two terms and would not normally extend beyond one year.

12. Conduct of meetings

- 12.1 The meeting shall follow the order of the agenda, unless the Chair suggests a change of order that is agreed by the members present.
- 12.2 Every member shall have an opportunity to speak on each agenda item.
- 12.3 The Chair is entitled to bring each item to a close to ensure timely conduct of business.
- 12.4 Every question to be decided at a meeting of the Corporation shall be determined by a majority of votes of the members present and voting on the question. Where there is an equal division of votes the Chair of the meeting shall have a second or casting vote.
- 12.5 A member may not vote by proxy or by way of a postal vote. Voting by members present by video or telephone or by other remote means is permitted as provided for by Clause 14 of the Instrument of Government.
- 12.6 A decision of the Corporation is binding upon all Governors.
- 12.7 Decisions of the Corporation may only be rescinded or varied at a subsequent meeting if consideration of the rescission or variation is a specific item of business on the agenda for that meeting.
- 12.8 Items for any other business must be given to the Chair at the commencement of the meeting and the Chair shall decide which items to defer to the next meeting. Lengthy items for discussion or where approval is required, other than those of an urgent nature, should not normally be taken under any other business.

- 12.9 Members are expected to declare any interest, according to the Conflicts of Interest policy agreed by the Corporation, in items prior to discussion of the item. A Governor may be required to withdraw from a meeting, if he or she would appear to members present to:
- Stand to gain financially or otherwise from a matter under consideration
 - Have a personal, professional or business interest in a matter under consideration
 - Be a relative of a student or employee being discussed.

13. Urgent Action

- 13.1 The Chair, or in his or her absence a Vice Chair, has authority to take urgent action between meetings, providing that a meeting could not be called in sufficient time to deal with the matter. Consideration should be given to the “Procedure for decision making in exceptional circumstances” and wherever possible this procedure should be followed.
- 13.2 If any urgent action is taken either by the Chair (or Vice Chair) between meetings or using the “Procedure for decision making in exceptional circumstances”, the facts will normally be made available to members of the Corporation in writing as soon as possible (by email or post where email is not possible) and the matter will be reported at the next meeting of the Corporation.

14. Recording of meetings

- 14.1 Meetings must not take place without the Clerk to the Corporation or his/her nominee being present to advise upon and record proceedings on behalf of the Corporation.
- 14.2 Draft minutes of meetings will be submitted to the Chair for approval before circulation to members in draft form.
- 14.3 Draft minutes of meetings of the Corporation and its committees (excluding confidential business as provided for in Clause 17(2) of the Instrument of Government) shall be made available for public inspection once approved by the Chair of the meeting.
- 14.4 Draft minutes will normally be made available within 14 days of the meeting.
- 14.5 Minutes will retain draft status until approved by the Corporation, as a true record by a subsequent meeting.
- 14.6 Copies of the approved minutes of governing body meetings, which have not been deemed to be confidential (as detailed in section 21 of these standing orders), will be placed on the college’s website for a minimum period of 12 months.

15. Expenses

- 15.1 Governors may only claim expenses for courses or conferences arranged for Governors and the travel necessarily incurred in the course of this, provided that such claims are agreed in advance with the Clerk.
- 15.2 All claims for expenses must be on an official College claim form and accompanied by a receipt. The form must be signed by the Clerk.
- 15.3 Mileage claims will be paid at the standard College rate. All claims for subsistence must be for expenditure actually incurred. The stated maximum rates may only be exceeded by agreement, in writing, from the Principal.

16. Delegation of Corporation work

- 16.1 In order to ensure the most efficient use of time and resources and in some cases to ensure absolute propriety, the Corporation will, where it is proper and appropriate to do so:
- Delegate work to committees with the power to make decisions on behalf of the Corporation
 - Delegate work to individual governors or small groups of governors.
 - Delegate work to the Chairs' Working Group (plus additional governors if appropriate).

17. Board Committee Structure

- 17.1 The Corporation has established the following committees:
- Audit (AC)
 - Finance and Resources (FRC)
 - Governance and Search (GSC)
 - Standards (STC)
 - Remuneration Committee (RC)
- 17.2 The terms of reference of each committee will be reviewed at the last meeting in each academic year and any changes recommended to the Board for approval.
- 17.3 A written account of the decisions made by a committee, in the form of either minutes of the meeting or a summary report will be provided to the next meeting of the full Corporation.

18. Membership and Chair of Committees

- 18.1 The Corporation must approve the Terms of Reference for all committees.
- 18.2 The Corporation will elect the Chairs of committees on the advice of the Governance & Search committee (GSC). External, non-governor members of committees may not be elected to the Chair.
- 18.3 The GSC shall have delegated responsibility to determine the membership of committees.
- 18.4 The Corporation may choose to appoint Co-opted members to Committees, to enable the inclusion of people with specific skills and experience considered of value to the Corporation in its meetings. Co-opted members provide specialist advice in their area of expertise without having to make the full time commitment or take on the full range of responsibilities of College Governors. A Co-opted member is appointed by the Corporation in the same way as for a Governor (on the recommendation of the GSC) and the term of office will be up to four years and is renewable. A co-opted member is counted within the membership of Committee for quoracy and is entitled to vote at Committee meetings.
- 18.5 To ensure continuity after a governor leaves the Corporation they may be asked to attend Committee or Corporation meetings as an Advisor to the Corporation. Advisors will initially be appointed for a period of two years. At the end of this term the Governance and Search Committee will review the appointment and where appropriate the Advisor may be reappointed for a further two year period. Advisors will not affect quoracy of a meeting and will not have a vote but will be invited to meetings where it is considered that their specialist knowledge would be of value. Advisors will be requested to attend meetings with approval from at least 2 of the

following people: Principal, Corporation Chair or a Vice Chair, relevant Committee Chair.

- 18.6 Except for a Special Committee (such as for appeals hearing), any committee may include persons who are not members of the Corporation.

19. Committee Terms of Reference

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| Governance and Search Committee: | Appendix 1 |
| Audit Committee: | Appendix 2 |
| Finance and Resources Committee: | Appendix 3 |
| Standards Committee | Appendix 4 |
| Remuneration Committee | Appendix 5 |

20. Public access to meetings

- 20.1 At any meeting the attendance of non-members (observers), other than Advisors to the Corporation (see 18.5) and those “in attendance” (as designated in section 2.2), must be agreed by the Corporation or Committee prior to the consideration of the meeting’s business (and except in exceptional circumstances before circulation of the agenda to members).
- 20.2 Governors will normally be invited to attend the meeting at which they are appointed as observers until the time of their appointment.
- 20.3 The governing body’s policy on public attendance at its meetings will be published on the college website.

21. Confidentiality

- 21.1 It is the policy of the Board to recognise that occasionally matters discussed by the Board and its Committees are of a confidential nature and as such will not be referred to in the publicly available version of the minutes of the meeting.
- 21.2 It is noted that there are different levels of confidentiality:
- i) Papers that are excluded from circulation outside the Corporation (as outlined in Instrument (17) (2) (Confidential papers)
 - ii) Papers that are excluded from circulation to staff, staff governors and student governors (as outlined in section 21.6 below)
- 21.3 The originator of any agenda paper must clearly designate a paper if it is to be regarded as confidential or restricted and therefore not to be made available to staff, staff governors, student governors and/or public. Authors of papers must clearly indicate on the cover page that the contents are considered Confidential and include the following information on the cover page:
Why the paper is considered confidential
Who is restricted from circulation – public, staff, staff/student governors,
Timescale for restriction – indefinite or for a set period.
- 21.4 The Board has determined that the following items may be deemed to be confidential but it should be noted that this is not an exclusive list:
- Personal information relating to an identifiable individual, including discussion of remuneration for Senior Post Holders and the Clerk to the Corporation
 - Information provided by a third party who has not authorised its disclosure

- Matters of key strategic importance or relating to the financial position of the College where the Corporation is satisfied, in good faith, that disclosure might harm the College or its competitive position
 - Information relating to procurement decisions including financial information (during the course of the negotiations)
 - Information relating to the negotiating position of the College in industrial relations matters (during the course of those negotiations)
 - Legal advice received from or instructions given to the College's legal advisers
 - Information planned for publication in advance of the publication date.
- 21.5 Agendas, papers and subsequent minutes of any meeting or part of a meeting that is deemed to be confidential will be made available only to the appropriate members of the Corporation (as indicated on the cover page).
- 21.6 Staff and student members shall automatically withdraw (except as provided in Instrument 14 (7) (a) (b) (c) (d) of the Instrument and Articles of Government), from that part of any meeting of the Corporation at which
- a) their remuneration, conditions of service, promotion, conduct, suspension, dismissal or retirement are to be considered.
 - b) their re-appointment or the appointment of their successor is to be considered
 - c) the appointment, remuneration, conditions of service, promotion, conduct, suspension, dismissal or retirement of any member of staff holding a post senior to their own are to be considered.
- 21.7 Confidential papers should be reviewed at regular intervals (as a minimum at least once a year) by the Governance and Search Committee) to ensure that the contents are still considered confidential. Where a paper or item is no longer considered confidential it should be made available in the normal way.

22. Changes to Standing Orders

- 22.1 The Corporation must approve amendments to the Standing Orders. The Corporation should review the Standing Orders at least once a year.

Terms of Reference for the Governance and Search Committee (GSC) 2022/2023

1 Title

The Governance and Search Committee (GSC) of the Corporation.

2 Membership

| | | Delegated power |
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| 2.1 | The Committee shall comprise 4 to 6 members of the Corporation including: <ul style="list-style-type: none"> • The Corporation Chair <i>ex-officio</i>. • The Principal <i>ex-officio</i>. <p>A co-opted member and/or Advisor to the Corporation may be appointed to the committee.</p> | N/A |
| 2.2 | The committee quorum is 3 members of the Corporation, of which at least two must be independent governors. | N/A |
| 2.3 | Members will be appointed for a period of four years, with the possibility of renewal, taking into account the period of appointment to the Board in the case of Corporation members. | N/A |
| 2.4 | The Clerk to the Corporation will act as Clerk to the committee and shall keep appropriate records of their proceedings. | N/A |
| 2.5 | An independent Corporation member shall chair the committee and shall be appointed by the Corporation. | N/A |
| 2.6 | The committee may elect a deputy Chair from amongst its number. | N/A |

3 Search responsibilities

| | | Delegated power |
|-----|---|------------------------|
| 3.1 | Under Article 5, the committee shall be responsible for nominating candidates (other than for staff or student Governor) for the approval of the Corporation to fill anticipated and actual vacancies on the Corporation, and for determining the process whereby the candidates are nominated. In doing so it will abide by the Governor recruitment policy. | Recommend to the Board |
| 3.2 | The committee shall from time to time consider and make recommendations to the Corporation on the Corporation's composition and balance of skills and experience required, and on the procedures for appointment of new members to the Corporation. | Recommend to the Board |
| 3.3 | The committee shall develop and recommend to the Corporation arrangements for the induction, training and development of Corporation members and review the training plan and report annually. | Recommend to the Board |
| 3.4 | The committee shall have the power to employ the services of such external advisers as they deem necessary to fulfil their responsibilities. | Decision |

| | | Delegated power |
|-----|---|------------------------|
| 3.5 | The committee will undertake the public advertisement and additional search for persons who can make a contribution to the work of the Corporation. | Decision |
| 3.6 | The committee may advise on other matters relating to membership and appointments as required by the Corporation. | Recommend to the Board |

4 Governance and other responsibilities

| | | Delegated power |
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| 4.1 | To review and recommend to the Board SPH policies such as capability, disciplinary and grievance, pertaining to the performance and remuneration of SPHs and the Clerk, taking into account relevant legal and regulatory requirements. | Recommend to the Board |
| 4.2 | To consider Equality & Diversity data in relation to Board composition, and recommend action as appropriate, and to receive the sections of the annual report on Equality & Diversity which covers matters relevant to Corporation members. | Decision |
| 4.3 | To oversee Governors' visits to departments in the College, and to review the Governor link visit policy. | Decision/ Recommend to Board |
| 4.4 | The committee shall review/refresh a Review and Development (appraisal) scheme for Corporation members. | Decision/ Recommend to the Board |
| 4.5 | The committee shall review the Code of Conduct for Corporation members at appropriate intervals | Recommend to the Board |
| 4.6 | The committee is responsible for determining the level of confidentiality of all confidential papers taken by Corporation and its sub-committees and annotate accordingly on the cover paper. The committee shall review regularly all material excluded from inspection under Clause 17 (2)(d) of the Instrument & Articles of Government, and make any such material available for inspection where it is satisfied that the reason for dealing with the matter of a confidential basis no longer applies, or where it considers that the public interest in disclosure outweighs that reason. | Decision |
| 4.7 | To review the Corporation's level of compliance with the AoC's Code of Good Governance for English Colleges, and/or any other relevant code, as appropriate. | Decision |
| 4.8 | To review the governance improvement plan sections and deliverables for which the committee is responsible. | Decision |
| 4.9 | To take part in the annual process for self-assessment of the effectiveness of governance at the college. | Recommend to the Board |
| 4.10 | To oversee any arrangements for periodic external review(s) of governance, reporting to the Corporation as appropriate | Recommend to the Board |
| 4.11 | To review risks for the committee set out in the Risk Register, as advised by the Audit committee, and feed back into the plan actions for mitigating any risks for which the committee is responsible | Decision and feed back to Audit committee |

5 Meetings

| | | Delegated power |
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| 5.1 | The committee will meet at least once a term. | N/A |
| 5.2 | Additional meetings may be convened by the Chair of the committee or by the Corporation. | N/A |
| 5.3 | Draft minutes of committee meetings are held in the files of the Clerk to the Corporation. Minutes are usually approved at the next routine committee meeting. After approval the minutes of the meeting are published on the College website. | N/A |
| 5.4 | The committee has the right to go into confidential session, where this is considered necessary due to the nature of the material under consideration or where material relates to a named person. | N/A |
| 5.5 | Timing and content of the meeting should reflect the Corporation Cycle of Business. | N/A |

Standing Orders of the Corporation - Appendix 2
(reviewed and amended by the Audit committee June 2021)

Terms of Reference for the Audit Committee (AC) for 2022/2023

1 Title

The Audit Committee of the Corporation.

2 Membership

| | Committee responsibility | Delegated power |
|------|--|------------------------|
| 2.1 | The Committee shall comprise 4 to 6 members, the majority of whom should be members of the Corporation. To maximise the committee's objectivity and independence, the Corporation Chair, the Principal must not be members. Co-opted members and Advisors to the Corporation may be appointed to the committee. Any member who is not a member of the Board should be independent of the operation of the College. Members of the committee may not have financial interests in the College. | N/A |
| 2.2 | The quorum for meetings of the committee shall be three members of the committee including at least two independent Governors. | N/A |
| 2.3 | Members will be appointed for a period of 4 years maximum, with the possibility of renewal, taking into account the period of appointment to the Board in the case of Corporation members. | N/A |
| 2.4 | The committee Chair must be an independent Governor. All committee members, including the committee Chair shall be appointed by the Corporation. | N/A |
| 2.5 | The committee may elect a deputy Chair from amongst its number. | N/A |
| 2.6 | The Corporation is required to include individuals with an appropriate mix of skills and experience to allow the committee to discharge its duties effectively; collectively members should have recent, relevant experience in risk management, finance and assurance. | N/A |
| 2.7 | The Clerk to the Corporation will act as Clerk to the committee and shall keep appropriate records of their proceedings | N/A |
| 2.8 | The committee must not adopt an executive role | N/A |
| 2.9 | Assurance providers will be invited to meetings when relevant business is discussed. | N/A |
| 2.10 | Any member of the leadership team should be invited where their area of responsibility is discussed and the committee will normally invite the Principal to attend. | N/A |

3 Terms of reference

| | Committee Responsibility | Delegated power |
|------|--|---|
| 3.1 | To assess and provide the Corporation with an opinion on the adequacy and effectiveness of the Corporation's assurance arrangements and framework of governance. This may include a board assurance framework, risk management and control processes for the effective and efficient use of resources, solvency, and the safeguarding of assets. The committee may also take a holistic view as appropriate on all aspects and systems, financial and non-financial, such as data breaches, GDPR, health & safety incidents depending on impact and effect on the Corporation. | Recommend to the Board |
| 3.2 | To consider the development of members and ensure that appropriate training and development is put in place to ensure their skills and knowledge are up to date. Where the AC identifies a gap in its existing skillset, training and development should be provided to address this. | Work with Governance & Search committee |
| 3.3 | To ensure there is a policy in place for regular retendering of the external audit service, to recommend to the Corporation every 5 years. The committee should consider the quality of the external audit service as well as the price at the time of tendering. | Recommend to the Board |
| 3.4 | To advise the Corporation on the appointment, reappointment, dismissal and remuneration of the Financial Statements Auditor (FSA), reporting accountant, internal audit (where applicable), and other assurance providers (if applicable), and establish that all assurance providers adhere to relevant professional standards. | Recommend to the Board |
| 3.5 | To inform the Corporation of any additional services provided by the external auditor/FSA, reporting accountant, internal audit (where applicable) or other assurance provider, explaining how independence and objectivity were safeguarded. | Monitoring |
| 3.6 | To review and consider reports of the external auditor, reporting accountant, specialist (or internal) auditor or other assurance provider (as appropriate), and monitor the implementation of recommendations to agreed timescales. | Monitoring/ Recommend to the Board |
| 3.7 | To consider and advise the Corporation on the content and management's responses to: <ul style="list-style-type: none"> • Internal audit assignment and annual reports • Control issues in the management letters from the FSA (including their work on regularity) and funding auditor. | Recommend to the Board |
| 3.8 | With delegated responsibility from the Corporation, to act impartially on audit recommendations and with sufficient authority to make its actions effective. | Delegated responsibility from the Board |
| 3.9 | To fulfil its statutory and regulatory responsibilities, the committee will provide advice and support to the Corporation to explain the reports contained within the College's annual financial statements. The committee will use the financial statements to inform its review of the FSA's management letter. | Recommend to the Board |
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| 3.10 | To consider and advise the Board on relevant reports by external funding bodies, and where appropriate, management's responses to these. | Recommend to the Board |
| 3.11 | To establish, in conjunction with SLT, relevant annual performance measures and indicators and to use these to monitor the effectiveness of the FSA and other audit and assurance providers and arrangements and decide, based on this review, whether a competition for price and quality of the audit service is appropriate. | Delegated responsibility from the Board |

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| 3.12 | <p>To produce an annual report for the Corporation summarising the activities relation to the financial year under review, including:</p> <ul style="list-style-type: none"> • a summary of work undertaken by the committee during the year • the number of meetings held in-year and the attendance record for each audit committee member • any significant issues arising up to the date of preparation of the report • any significant matters of internal control included in the reports of audit and assurance providers • details of the appointment of the external auditors and the remaining term of the contract • the committee's view of its own effectiveness and how it has fulfilled its terms of reference, and • the committee's opinion on the adequacy and effectiveness of the Corporation's assurance arrangements, particularly over subcontracting, framework of governance, risk management and control processes for the effective and efficient use of resources, solvency of the institution and the safeguarding of its assets. <p>The Committee is to submit the annual report to the Corporation before the statement of corporate governance and internal control in the annual accounts is signed.</p> | Report to the Board |
| 3.13 | As part of its assurance role in respect of adequate systems of internal control, to review annually the Corporation's financial regulations and procedures. | Recommend to the Board |
| 3.14 | To investigate, where the committee members consider this necessary, any activity which falls within these terms of reference. | Delegated responsibility from the Board |
| 3.15 | To access all the information and explanations the committee considers necessary, from whatever source, to fulfil its remit. | Delegated responsibility from the Board |
| 3.16 | To oversee the College's policies on fraud, irregularity, impropriety and whistleblowing. | Recommend to the Board |
| 3.17 | To ensure that all allegations and instances of fraud and irregularity receive proper, proportionate and independent investigation; that the outcomes of any investigation are reported to the Audit committee, that the external auditor has been informed (and if applicable the internal auditor) and that appropriate follow up action has been documented and actioned/followed through, and that related risks have been identified and mitigated. | Delegated responsibility from the Board |
| 3.18 | To ensure that all actual or suspected cases of significant fraud , theft, bribery, corruption, irregularity, cybercrime, major weakness or breakdown in the accounting or other control framework are reported to the Education & Skills Funding Agency (ESFA) as soon as possible. | Delegated responsibility from the Board |
| 3.19 | To ensure that risks in respect of fraud have been identified and controls put in place to mitigate them | Delegated responsibility from the Board |

4 Other

| | Committee Responsibility | Delegated power |
|-----|---|------------------------|
| 4.1 | To review the governance improvement plan sections and deliverables for which the committee is responsible. | Decision |
| 4.2 | To take part in the annual process for self-assessment of the effectiveness of governance at the college. | Recommend to the Board |

| | | |
|-----|---|------------------------|
| 4.3 | In line with parameters set out in 3.12, to produce a committee annual report for the Corporation, which summarises the year's work of the committee and self-evaluates its effectiveness | Recommend to the Board |
|-----|---|------------------------|

5 Meetings

| | Committee responsibility | Delegated power |
|-----|--|------------------------|
| 5.1 | The Audit Committee should meet 3 times a year, one during each term usually in the months of November, March and June. | N/A |
| 5.2 | Additional meetings may be convened by the committee Chair or by the Corporation, or by the College's external auditors as appropriate | Decision |
| 5.3 | Draft minutes of the meetings will be held in the confidential files of the Clerk to the Corporation. | N/A |
| 5.4 | The committee has the right to go into confidential session, where this is considered necessary due to the nature of the material under consideration or where material relates to a named person. | Decision |
| 5.5 | Timing and content of the meeting should reflect the planning and reporting cycles of internal and external audit and similarly the cycle of Board meetings. | N/A |
| 5.6 | The committee has the right of access to obtain all the information it considers necessary from members of the staff and governors, and to consult the IAS (if appointed), FSA and funding auditor directly. | Decision |
| 5.7 | When approved, which is usually at the next routine committee meeting, signed minutes of the public committee meetings shall be published on the College's website | N/A |

Terms of Reference for the Finance and Resources Committee (FRC) 2022/2023

1 Title

The Finance and Resources Committee of the Corporation.

2 Membership

| | Committee responsibility | Delegated power |
|-----|--|------------------------|
| 2.1 | The Committee shall comprise 4 to 6 members including the Principal. Co-opted members and Advisors to the Corporation may be appointed to the Committee. The Committee may invite College managers, the College's specialist advisers or other third parties to attend meetings of the Committee as appropriate (such persons shall not have a vote but shall be entitled to speak at the meetings). | N/A |
| 2.2 | The quorum for meetings of the committee shall be three members of the committee including at least two independent Governors. | N/A |
| 2.3 | Members will be appointed for a period of 4 years maximum, with the possibility of renewal, taking into account the period of appointment to the Board in the case of Corporation members. | N/A |
| 2.4 | The committee may elect a deputy Chair from amongst its number. | N/A |
| 2.5 | The Clerk to the Corporation, or their deputy, will act as Clerk to the committee and shall keep appropriate records of their proceedings | N/A |
| 2.6 | The Chair of the Committee shall be an eligible Corporation member and shall be appointed by the Corporation. | N/A |
| 2.7 | The Director of Finance will be in attendance at all meetings, unless the committee requests otherwise | N/A |

3 Finance responsibilities

| | Committee responsibility | Delegated power |
|-----|---|------------------------|
| 3.1 | To consider the long term financial strategy for the College to ensure that it underpins the College's vision and objectives | Report to the Board |
| 3.2 | To consider the College's financial health, resilience and solvency considering all relevant information, and make a recommendation to the Board as appropriate. | Report to the Board |
| 3.3 | To consider the draft annual budget and any later amendments/additions to the budget and make recommendations regarding approval to the Corporation in the summer of each year. | Recommend to Board |
| 3.4 | To recommend, for full Corporation approval, the financial forecasts associated with the College's Development Plan to be included within the College Financial Forecasting Return (CFFR) | Recommend to Board |

| | Committee responsibility | Delegated power |
|------|---|------------------------|
| 3.5 | To consider the College's policy on charging of fees which is called the Tuition Fees Policy and the College's Financial Support policy (formerly Bursary policy), and to review the implementation of the Financial Support policy, and recommend approval as appropriate to the Corporation | Recommend to Board |
| 3.6 | To monitor and review the financial aspects of any major tenders in line with the College Tendering Procedures. | Report to Board |
| 3.7 | To monitor and review the College's procurement arrangements. | Decision |
| 3.8 | To monitor and review and make recommendations to the Corporation at least termly the financial position of the College, including: (i) income and expenditure (ii) cash flow (iii) repayments of any borrowing. | Recommend to Board |
| 3.9 | To recommend for full Corporation approval, significant variations to the budget | Recommend to Board |
| 3.10 | To advise the Corporation generally on investments and borrowings and to seek appropriate advice from external sources. | Recommend to Board |
| 3.11 | To consider the annual statutory financial statements and make recommendations regarding approval to the Corporation, including liaison, as appropriate, with both the Corporation's Audit committee and the external Auditors. | Recommend to Board |
| 3.12 | To scrutinise the College's management accounts at each meeting of the committee | Recommend to Board |
| 3.13 | To consider the Property Strategy and make recommendations regarding approval to the Corporation | Recommend to Board |
| 3.14 | To consider proposals for major building projects and to make recommendations regarding approval to the Corporation. | Recommend to Board |
| 3.15 | To oversee the college's capital programme and planned maintenance including refurbishment. | Recommend to Board |
| 3.16 | To oversee the treasury management of the college and approve the interest rate risk management strategy in accordance with the treasury management policy. | Recommend to Board |

4. Human Resources and Information Technology (ITS) responsibilities

| | Committee responsibility | Delegated power |
|-----|--|------------------------|
| 4.1 | Giving due consideration to the recommendations of the Sixth Form College Association relating to employment matters, to advise the Corporation on all matters relating to employment policy, determining the framework of employment including Equality, Diversity & Inclusion best practice, and reporting thereon to the Board. | Recommend to the Board |
| 4.2 | To monitor staff data on equality, diversity and inclusion, and approve related actions for inclusion in the HR Strategy and/or any other College strategy to which it relates | Decision |
| 4.3 | To recommend and review the framework for the pay and conditions of service of all staff, including advising on the level of pay awards in respect of all College employees (with the | Recommend to the Board |

| | | |
|-----|---|------------------------------------|
| | exception of Senior Post Holders and the Clerk to the Corporation), subject to affordability, and compliance with the College's financial regulations/policies. | |
| 4.4 | To consider the HR Strategy as an underpinning document to the College Development plan and make recommendations regarding approval to the Corporation | Recommend to Board |
| 4.5 | To receive termly HR reports, to include key performance indicators | Decision |
| 4.6 | To consider the IT Strategy as an underpinning document to the College Development plan and make recommendations regarding approval to the Corporation | Recommend to Board |
| 4.7 | In line with the College list of policies and procedures, to consider relevant College policies and procedures and approve as appropriate where Board approval is not required. Those policies which require Board approval, consider and recommend them for approval to the Corporation. | Decision or Recommend to the Board |
| 4.8 | To receive an annual report from the Health and Safety committee and to report thereon to the Board, including monitoring action arising from the annual Health and Safety report. | Decision |

5 Other

| | Committee Responsibility | Delegated power |
|-----|---|---|
| 5.1 | To review the governance improvement plan sections and deliverables for which the committee is responsible. | Decision |
| 5.2 | To take part in the annual process for self-assessment of the effectiveness of governance at the college, and produce an annual report for the Corporation which sets out the year's work of the committee and self-evaluates its effectiveness | Recommend to the Board |
| 5.3 | To review risks for the committee set out in the Risk Register, as advised by the Audit committee, and feed back into the plan actions for mitigating any risks for which the committee is responsible | Decision and feed back to Audit committee |

6 Meetings

| | Committee Responsibility | Delegated power |
|-----|---|------------------------|
| 6.1 | The Finance and Resources Committee will meet at least four times a year. | N/A |
| 6.2 | Additional meetings may be convened by the Chair of the committee or by the Corporation. | N/A |
| 6.3 | Draft minutes of committee meetings are held in the files of the Clerk to the Corporation. Minutes are usually approved at the next routine committee meeting. After approval the minutes of the public committee meeting are published on the College website. | N/A |
| 6.4 | The committee has the right to go into confidential session, where this is considered necessary due to the nature of the material under consideration or where material relates to a named person. | N/A |
| 6.5 | Timing and content of the meeting should reflect the Corporation Cycle of Business. | N/A |

Standing Orders of the Corporation - Appendix 4
(reviewed and updated by the Standards committee in July 2021)

Terms of reference for the Standards Committee (STC) 2022/2023

1. Title

The Standards Committee of the Corporation

2. Membership

| | Committee responsibility | Delegated power |
|-----|---|------------------------|
| 2.1 | The committee shall comprise 5 to 7 members including the Principal, the majority of whom shall be independent governors. Co-opted members and advisors to the Corporation may be appointed to the committee. | N/A |
| 2.2 | The quorum for meetings is three members of the Corporation, including at least two independent governors. | N/A |
| 2.3 | Members will be appointed for a period of four years maximum, with the possibility of renewal, taking into account the period of appointment to the Board in the case of Corporation members. | N/A |
| 2.4 | The Clerk to the Corporation will act as Clerk to the committee and shall keep appropriate records of its proceedings. | N/A |
| 2.5 | The Chair of the committee shall be a Corporation member (the Principal is ineligible) and shall be appointed by the Corporation. | N/A |
| 2.6 | The committee may elect a deputy Chair from amongst its number. | N/A |

3. Terms of reference

| | Committee responsibility | Delegated power |
|------|--|---|
| 3.1 | To monitor the standards achieved by students, including outcomes and progression, value added, in-year progress, attendance and retention – for the college overall and for groups of students, including vulnerable groups. | Recommend to Board |
| 3.2 | To monitor the effectiveness of teaching and learning, assessment and guidance, and the broader student experience within the college. | Recommend to Board |
| 3.3 | To make recommendations to the Board regarding the quality strategy and the self-assessment process, and to review the quality cycle | Recommend to Board |
| 3.4 | To consider the College self-assessment report (SAR), and to recommend relevant targets to the Board on key areas of performance and the student experience | Recommend to Board |
| 3.5 | To monitor progress on the quality improvement plan (QIP) | Recommend to Board |
| 3.6 | To monitor the College's readiness for a positive inspection outcome, review inspection findings and the college's response to these. | Recommend to Board |
| 3.7 | To receive a termly update and an annual report on safeguarding/child protection, and to make recommendations to the Board regarding approval of the Safeguarding and Child Protection Policy, the Prevent strategy and any other relevant safeguarding matters or reports | Recommend to Board |
| 3.8 | To receive student data on equality, diversity and inclusion and monitor related actions taken forward through the quality improvement plan. | Decision |
| 3.9 | To receive stakeholder reports such as learner voice and feedback from parents/guardians. | Decision |
| 3.10 | To review sections of the risk register that are relevant to this committee as requested by the Audit Committee and provide assurance to the Audit Committee on mitigating actions. | Decision and feed back to Audit committee |
| 3.11 | To review sections of the governance improvement plan for which this committee is responsible. | Decision |

| | Committee responsibility | Delegated power |
|------|---|---|
| 3.12 | To take part in the annual process of self-assessment of governance. | Recommend to Board |
| 3.13 | To consider relevant policies and procedures that require Board approval and, where agreed, recommend them for approval to the Corporation. | Decision or recommend to Board as appropriate |
| 3.14 | The committee may advise on other matters relating to quality standards as required by the Corporation. | Recommend to the Board |

4. Meetings

| | Committee responsibility | Delegated power |
|-----|---|------------------------|
| 4.1 | The committee will meet a minimum of four times per year, at least once in each term. | N/A |
| 4.2 | Additional meetings may be convened by the Chair of the committee or by the Corporation. | Decision |
| 4.3 | Minutes of meetings will be held in the confidential files of the Clerk to the Corporation. Minutes are usually approved at the next routine committee meeting. After approval the minutes of the meeting are published on the College website. | N/A |
| 4.4 | The committee has the right to go into confidential session where this is considered necessary due to the nature of the material under consideration or where the material relates to a named person. | Decision |
| 4.5 | Timing and content of meetings should be related to the Corporation's cycle of business. | N/A |

Terms of Reference for the Remuneration Committee (RC) 2022/2023

1 Title

The Remuneration Committee (RC) of the Corporation.

2 Purpose

| | | Delegated power |
|-----|--|------------------------|
| 2.1 | Advise the Corporation on specific packages of remuneration for the Colleges Senior Post Holders (including the Principal), and the Clerk to the Corporation (the Clerk). | Recommend to the Board |
| 2.2 | Demonstrate to the public, and to statutory bodies as appropriate, that the remuneration of the Senior Post Holders (SPHs) and the Clerk is set by a committee that holds no personal interest in the outcome of its recommendations, and which gives due regard to the interests of the public and the financial health of the College. | N/A |
| 2.3 | Give due consideration to the Association of Colleges (“the Colleges’) Senior Post Holder Remuneration Code” and the “AoC Explanatory Notes and Guidance on the Colleges’ Senior Post Holder Remuneration Code”, in particular noting that: Fair and appropriate remuneration ¹ and appropriate severance payments require three key elements – namely that there is: <ul style="list-style-type: none"> • a fair, appropriate and justifiable level of remuneration; • procedural fairness; and • transparency and accountability. | N/A |
| 2.4 | Make decisions on other relevant matters, as delegated by the Corporation. | N/A |

3 Membership

| | | Delegated power |
|-----|--|-----------------|
| 3.1 | The Committee shall comprise 3 independent members of the Corporation including the Corporation Chair. The Principal, staff Governors and student Governors are ineligible to become members. A co-opted member and/or Advisor to the Corporation may be appointed to the committee. | N/A |
| 3.2 | The committee quorum is 3 independent members of the Corporation | N/A |
| 3.3 | An independent Corporation member shall chair the committee and shall be appointed by the Corporation. The Corporation Chair may not be appointed as RC Chair on a permanent or temporary basis. | N/A |
| 3.4 | The committee may elect a deputy Chair from amongst its number. | N/A |
| 3.5 | Members will be appointed for a period of four years, with the possibility of renewal, taking into account the period of appointment to the Board in the case of Corporation members. | N/A |
| 3.6 | The Clerk to the Corporation will act as Clerk to the committee, however the Clerk shall be required to withdraw from any part of the meeting at which the Clerk’s remuneration (or any other matter | N/A |

¹ Remuneration includes not only basic salary but also bonuses, expenses and other allowances, and the monetary value of benefits in kind including housing and cars, etc.

| | | |
|--|---|--|
| | relating to the Clerk within the remit of the committee) is to be discussed. In these circumstances, it is permissible for one of the committee members to minute the proceedings, or a deputy may attend to appropriately record that part of the meeting. | |
|--|---|--|

4 Responsibilities

| | | Delegated power |
|-----|---|------------------------|
| 4.1 | To make recommendations on the remuneration and contractual terms and conditions for the Clerk to the Corporation, and to make a recommendation to the Corporation on an annual pay award for the postholder. | Recommend to the Board |
| 4.2 | To make recommendations on the remuneration and contractual terms and conditions for SPHs, and to make a recommendation to the Corporation on annual pay awards for these postholders. | Recommend to the Board |
| 4.3 | To provide an annual statement in accordance with the Senior Post Holder Remuneration Code. | N/A |

5 Other

| | | Delegated power |
|-----|--|---|
| 5.1 | To review the governance improvement plan sections and deliverables for which the committee is responsible, if applicable. | Decision |
| 5.2 | To take part in the annual process for self-assessment of the effectiveness of governance at the college, where applicable. | Recommend to the Board |
| 5.3 | To review where appropriate risks for the committee set out in the Risk Register, as advised by the Audit committee (AC), and feed back to the AC actions for mitigating any risks for which the committee is responsible. | Decision and feed back to Audit committee |

6 Meetings

| | | Delegated power |
|-----|---|-----------------|
| 6.1 | The RC will meet at least once annually at a time appropriate to relevant national decisions on pay. | N/A |
| 6.2 | Additional meetings may be convened by the Chair of the committee or by the Corporation. | N/A |
| 6.3 | Minutes of meetings are held in the files held in the Clerk's office. Minutes are usually approved at the next meeting of the committee. Remuneration Committee minutes are deemed confidential and are therefore not published publicly. | N/A |

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Role Description of the Corporation Chair

1. Overview of Role

- The primary role of the Corporation Chair is to lead the Corporation in the discharge of its responsibilities under the Instrument & Articles of Government. The Chair is a specially empowered member of the Corporation, appointed by the Board from among its own members. The Chair assures the integrity of the Board's processes, provides leadership of the Board and acts as a facilitator at meetings. The Chair is required to ensure that the Board offers appropriate challenge and support to senior leaders at the College. On occasion the Chair may be required to represent the Board outside the College.

2. Tenure and Scope of Office

- The Board will appoint the Chair from among its members. The appointment will be made at either the last meeting before the expiry of the term of office or (if required) at the first meeting after the expiry of the term of office.
- The Chair will serve initially for a one year term of office but may be reappointed for a longer term of office.
- The Principal, staff and student members are not eligible to be the Chair.
- The Chair is not eligible to serve on the Audit Committee but is entitled to attend any meetings or be a member of any other committee of the Board unless the Board resolves to the contrary.
- The Governance and Search Committee is responsible for developing a plan and making recommendations to the Board for the succession of the Chair.

3. Responsibilities

- Provide leadership for the Corporation and ensure that the Board behaves consistently with its own rules and those legitimately imposed on it from outside the College.
- Build the Corporation as a team.
- Ensure the Corporation's focus is on major strategic issues and what is going on in the wider world.
- Ensure that the Corporation fulfils its duties in setting corporate objectives, articulating the college's vision and maintaining and developing the ethos of the college.
- Ensure that the seven principles of public life established by Nolan are observed in the Corporation's business.
- Ensure, in liaison with the Clerk to the Corporation (the Clerk), that meetings are properly convened and that appropriate issues are brought to the attention of the Corporation including provision of accurate, timely and clear information to enable the Board to consider properly all matters before it.
- Chair Corporation meetings, with all the commonly accepted powers of that position, ensuring that the business at these meetings is conducted efficiently and effectively, with issues before the Corporation debated fully and all Governors having the opportunity to contribute.
- Ensure that discussions and decisions made by the Corporation are properly summarised and recorded in a timely fashion.
- Lead the Corporation in formal and informal reviews of its own performance, effectiveness, structures and information received.

- Ensure good relations between Governors and managers through regular dialogue with the Principal.
- Appraise and review the performance of the Principal and the Clerk and instigate disciplinary action should the need arise.
- Participate in the full range of responsibilities necessary for the Corporation to discharge its responsibilities to Senior Post Holders and the Clerk
- Develop an effective working relationship with the Principal, the Clerk and the Vice Chair(s) based on a full understanding of the role of the Corporation in the governance of the College, and where appropriate offer both general and specific challenge and support to the Principal where strategic, major or contentious issues are involved.
- Exercise a second or casting vote where there is an equality of votes on any issue at a Corporation meeting.
- Exercise any specific authority delegated by the Corporation and act on the Corporation's behalf between meetings where necessary in accordance with standing orders.
- Provide leadership and feedback to individual governors, conducting individual reviews in line with the scheme adopted by the Corporation; this may include matters relating to individual attendance, performance or conduct.
- Promote the interests of the college wherever possible and represent the college at meetings, presentations and conferences as appropriate.
- Serve as spokesperson for the Corporation
- The Chair may delegate this authority but remains accountable for its use.

4. Requirements of the Role

- Strong personal commitment to the College's mission and values
- Ability to act fairly and impartially in the Corporation's and College's interests using independent judgement and values informed by the Nolan Principles
- Make the time commitment required to effectively carry out the role
- Be decisive in engaging others in decision making processes
- Understand the distinction between governance and management
- Possess significant experience of working with Boards and understanding the requirements of Board leadership
- Be able to lead and contribute powerfully to financial and strategic planning
- Possess the skills and experience to be able to see "the big picture"
- Be willing to attend College events and external governor training events

5. Notice Period

The Chair will be expected to give a minimum of six months' notice of their intention to step down from the role. The notice will be in writing to the Clerk.



Role and Responsibilities of the Vice-Chair

- To develop an effective working relationship with the Chair, Principal, the Senior Leadership Team and the Clerk to the Corporation, based on a full understanding of the role of the Corporation in the governance of the College
- To provide deputy leadership for the Corporation and aid the Chair in building the Corporation as a team
- To understand and focus on the strategic oversight and issues of the College and the way it integrates with the wider community
- To know and understand the role and responsibilities of the Chair
- To act as deputy to the Chair when the Chair is unable to attend a meeting or function or to attend to a matter of business requiring his/her involvement
- To support the Governor Review & Development scheme by undertaking one-to-one discussions with individual governors benefitting communication, and focussing on improving the performance of the Corporation, and completing the necessary paperwork
- To support the Chair's review by chairing a Chair's Review & Development panel
- In the Chair's absence:
 - to lead the necessary processes to suspend or dismiss members of the senior leadership team, in the absence of any other arrangement
 - to exercise a second or casting vote where there is an equality of votes on any issue referred to a vote at a Corporation meeting
 - to exercise any specific authority delegated by the Corporation together with a general delegated authority to act, after consultation with the Principal and the Clerk, on any issue arising which is both urgent and important which would normally be dealt with by the Corporation but which cannot wait for the next meeting. To ensure that such action is reported to the Corporation for information at its next meeting.
- To act as confidant to the Chair in matters the Chair wishes to discuss
- To chair one of the Corporation committees, as appropriate
- To participate in the 'mentoring' scheme for new governors
- To take part in an annual self-assessment of governance
- To act as ambassador on behalf of the College
- To promote the interests of the College wherever possible and represent the College at meetings, presentations, conferences and other events as appropriate.

Term of office: one year in the first instance with any subsequent period in line with the Governor's term of office up to a period of 4 years.



DECLARATION OF ELIGIBILITY TO SERVE AS A GOVERNOR

I have read the notice attached in respect of the regulations governing eligibility to serve as a member of the Corporation of Long Road Sixth Form College. I confirm that:

- I am willing to serve as a Governor
- I am not employed at the above institution
(not applicable to the Principal or Staff Governors)
- I am not enrolled as a full time student at the above institution
(not applicable to Student Governors)
- I have not been declared bankrupt nor made a composition or arrangement with my creditors.
- I have not within the last five years been convicted of any offence and received a period of imprisonment of three months or more.
- I have not been removed from office as a member of a further education corporation in the previous ten years.
- I have not been disqualified from acting as a charity trustee under the Charities Act 2011, or the Charities (Protection and Social Investment) Act 2016 (commencement No. 2 and Transitional Provision) Regulations (SI 2018/47)

By signing this declaration I am confirming that:

I am willing to declare any interests in matters relating to the institution, according to the Long Road Conflicts of Interests policy agreed by the Corporation.

I am willing to abide by the Instrument and Articles of Government, the College's Standing Orders and the Code of Conduct for Corporation members.

I consent to the College creating and maintaining computer and paper based records on me, in compliance with the Data Protection Act 1998 and GDPR May 2018, and any subsequent revision of the UK GDPR regulations following Brexit, both during and after my period of service as a Governor. I consent that any such data may be processed if it is necessary for the performance of my duties as a Governor of the College and/or is necessary for the purposes of exercising or performing any right or obligation which is conferred or imposed by law on the College in connection with my appointment as a Governor.

Signed **Date**

Print Name



Register of Interests Form

I as full Corporation member, committee member, or senior staff member of Long Road Sixth Form College have set out below my interests* in accordance with the Corporation's conflicts of interest policy.

| Category | <i>*Please give details of the interest and whether it applies to yourself or, where appropriate, a connected person as defined by the Charities Act 2011 such as a member of your immediate family, employer or some other close personal connection.</i> |
|--|--|
| Current employment, and/or any previous employment in which you continue to have a financial interest. | |
| Appointments (voluntary/unpaid or otherwise), e.g. trusteeships, directorships, local authority memberships, magistracy, tribunals etc. | |
| Membership of any professional bodies, special interest groups or mutual support organisations. | |
| Companies in which you hold more than 1% of the share capital. | |
| Gifts or hospitality accepted in the last 12 months. | |
| Any contractual relationship with the Corporation or any business interest in any supplier or any company or other organisation connected with the Corporation or College. | |
| Any other interests which you consider are appropriate to disclose and are not covered by the above. | |

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|---|--|
| Any matter (eg. an unspent criminal conviction or an act of bankruptcy) which would make you ineligible for membership/continued membership of the Corporation. | |
|---|--|

To the best of my knowledge, the above information is complete and correct. I undertake to update as necessary the information provided, and to review the accuracy of the information on an annual basis. I give my consent for it to be used for the purposes described in the conflicts of interest policy and for no other purpose.

Signed:

Name:

Position:

Date:

Procedures for Governors on site at Long Road

All governors will be issued with a permanent College photo ID badge. This will clearly state their name and that they are a Governor at the College. The badge will allow access through the College barrier, and access to buildings where Governors' meetings are held.

ID badges should be worn at all times, when a Governor is on the College site. Where Governors do not have their official College ID with them, they will need to be issued with a temporary ID/visitors badge by the reception staff. Once DBS checked, governors possessing their official ID badges may be unaccompanied on site.

For meetings which occur during the College day, Governors should sign in at the College Reception; the Governor may then make their way to the appropriate room. Where Governors attend meetings out of hours, and if no provision for sign-in is available, they should make their own way to their meeting location.

Governors should sign out at Reception when leaving the College site.



Appendix E: Role Description for Corporation Governors

As part of their shared corporate responsibility Governors are expected to play their part in ensuring that:

1. the educational character and mission of the College reflect the needs of the community which is served by the College
2. there are effective means of knowing whether the College is being properly managed to fulfil its mission
3. public funds are used in accordance with the requirements of the funding bodies and to the maximum benefit of the community
4. there is effective management of resources to ensure the solvency of the College and the safeguarding of its assets
5. the College complies with Charity legislation and case law
6. estimates of income and expenditure are approved annually
7. appropriate staffing arrangements are in place regarding the appointment, grading, suspension, dismissal, pay and conditions of service of holders of senior posts and the Clerk to the Corporation
8. the framework for the pay and conditions for all other staff is set.

In addition Governors have an individual responsibility to:

9. attend and contribute to meetings of the Corporation and its Committees as appropriate
10. apply specialist knowledge and expertise in contributing to the decision making processes of the Corporation
11. take on the responsibilities of a Charity Trustee
12. act as an ambassador for the College
13. develop a special interest in some aspect(s) of the life of the College
14. participate in the annual review of the performance of the Corporation
15. take part in any relevant training and development events or opportunities as arranged from time-to-time for the benefit of Governors; be prepared to take part in personal development review as appropriate
16. give any additional assistance as may be reasonably requested by the Chair of the Corporation
17. Adhere to the Governors' Code of Conduct and Standing Orders.

Person Specification

A Corporation Member should:-

- a. have the vision and strategic perspective to contribute to the development of the College's strategy
- b. have the skills to analyse complex issues and solve problems creatively
- c. have good communication skills to be able to contribute effectively in Corporation meetings and to be able to advance the College's interests in the community
- d. be committed to the policies and strategies and have an appreciation of the culture and values of the College
- e. Possess sound interpersonal skills
- f. be able to recognise and respect confidential and sensitive issues
- g. be able to comply with the legal requirements to be a charity trustee.

In addition, she/he should be able to offer some of the following attributes:

- * an interest in voluntary service to the community
- * a keen interest in the further and higher education sector
- * an understanding of the national context in which further education operates
- * a knowledge of other aspects of education and training provision
- * experience of working in local commerce, industry or public service at Board or senior management level
- * active involvement in the work of local community groups
- * specialist expertise such as business planning, human resources management, risk management, estates management, finance, law or accountancy.