



GOVERNANCE PROCEDURES

2016/17

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Purpose

These procedures detail the responsibilities and operating principles which follow from the Instrument & Articles of Government.

These Governance Procedures are based on the Instrument & Articles of Government for Further Education Colleges (2008), following the Learning and Skills Act (2000) and the Further Education Corporations (Former Sixth Form Colleges)(Replacement of Instrument and Articles of Government) Order 2007, as amended by the Education Act 2011 (See Appendix 15).

A separate Governor Handbook summarises the procedures but also contains further information about the roles and responsibilities of Governors.

1. Terminology

These governance procedures are based on legal documents called the Instrument and Articles of Government. Copies are available to all Governors. The proceedings and frequency of meetings, the calling of special meetings and the way they should be run (including the reconsideration of resolutions) are all set out in the Instrument of Government.

No Governor has power as an individual: Governors can only act when they meet together as a Governing Body. The legal term for the Governing Body is the "Corporation". This term is used in these procedures and Governors are sometimes referred to as "Members of the Corporation". The various types of Members are explained in Section 2 of the Instrument of Government, but all Governors have the same status and nominated Governors are not delegates of the group that nominated them. The Governing Body is sometimes simply referred to as the "Board".

2. Categories of Governing Body Membership

The Governing Body of the Corporation shall consist of 20 members constituted as follows:

| | |
|---------------------|-----------|
| Independent Members | 13 |
| Parent Members | 2 |
| Staff Members | 2 |
| Student Members | 2 |
| Principal | <u>1</u> |
| Total | <u>20</u> |

3. Operating Principles and Procedures

Absence of Chair and Vice-Chair

In the event of the absence of both Chair and Vice-Chair the Governors' meeting will elect an acting chair, excluding the Principal, Staff and Student Governors.

Agendas

All Governing Body and Committee agendas will have standing initial items that:

- request any interest or gift to be declared that is relevant to that agenda;
- identify items on the agenda that will be deemed confidential to the Governing Body.

Where possible agenda items will be marked for decision and papers will have a clear recommendation for the Governors to consider

Chairs' and Vice Chairs' election and Chairs' Terms of Office

The Chair and Vice-Chair of Governors will be elected/re-elected annually at the final meeting of the academic year. Committee Chairs are elected at the first committee Meeting of an academic year. However, there are limits on Chairs' tenure of office:

- i. A Governor may serve as Chair of the Governing Body for a maximum of eight years, subject to annual re-election. The Search Committee may give consideration for re-nomination for a further term
- ii. Committee Chairs may hold the post for three years, subject to annual re-election
- iii. The Search Committee will decide which elements of the Appointment procedure shall apply, and will weigh the value of refreshing Governing Body membership against experience. A statement in support of re-appointment should be submitted to the Committee

Chairing Committees

- The aim of (ii) is that all Governors will eventually gain experience of committee chairmanship.
- After several years' service on one Committee, Governors will be encouraged to move to another in order to broaden their experience and contribution.
- Newcomers to committees will not be asked to chair them

Chair of Governors' Delegated Powers

The Chair has the authority to act on behalf of the Governing Body where failure to do so would cause serious financial loss or bring the College into disrepute. Wherever possible there would be consultation with at least one other governor in these circumstances.

Code of Conduct

The Governors have adopted a Code of Conduct (Appendix 2) based on the Nolan Principles.

Complaints

There is a procedure for dealing with complaints against Governors or the Governing Body as a whole. It is Appendix 5 to this document. A separate procedure deals with complaints against the College.

Complaints addressed directly to the Governing Body, the Chair's response and any further outcomes will be reported to Governors at the next scheduled governing body meeting.

Decisions and Voting at Corporation and Committee Meetings

- Decisions at meetings shall be passed on the basis of a majority decision taken by those who attend and vote at a quorate meeting.
- All members of a committee will comply with the doctrine of collective responsibility and stand by a decision even if it was not taken unanimously.
- In the case of an equality of votes, the Chair of the meeting (or in his or her absence, the Vice Chair or Acting Chair) shall have a second or casting vote.

Declaration of Eligibility

All Governors, non-governor Co-opted Committee Members and Senior Postholders sign a declaration of eligibility on appointment and thereafter annually. (Appendix 4).

Declaration of Interests

All Governors are asked on appointment and thereafter annually to sign a Declaration of Interests, a copy of which is to be found at the end of this document (Appendix 3). The Clerk will maintain a Register of Interests and Governors must inform him of any relevant change in their circumstances. Non-governor Co-opted Committee Members, senior postholders and those dealing with the College finances must also sign a Declaration of Interests. (See also 'Agendas')

Expenses

Although Governors are not paid, the Governing Body has agreed to reimburse them for necessary travelling, subsistence or other expenses at the College rates. Activities involving significant expense, e.g., travel abroad must be approved by the Corporation in advance.

Papers for Governors' and Committee Meetings

Papers shall be sent out to Governors at least a week before any meeting.

Meetings: focussing discussion on important issues

Governance necessarily involves consideration of long and complex College policy or procedural documents, and this consideration needs to be dealt with in an efficient manner. If an entirely new policy document has been prepared for a Committee, there may be more points of detail than can be considered efficiently at a meeting. Examples of points of detail are errors of written English, lack of sense or factual mistakes. In this situation, a Governor should contact the Principal before the meeting, so as to resolve minor points beforehand. The Clerk should be contacted if he has prepared the document under consideration. Time at the meeting can then be devoted to unresolved issues and matters of substance.

A similar situation can arise for full Governors' Meetings, either when a document comes straight to the Board, rather than the usual route through a Committee, or where a Governor has concerns about a document that has already been considered by a Committee of which that Governor is not a member. In either case, points of detail or of a technical nature, if there are many of them, should be resolved before the meeting, either through the Principal or through the Chair of the appropriate Committee, if the document has already been considered by that Committee. Again, the Clerk should be contacted if he is the author of the document being considered.

None of the above is intended to restrict Governors' comments on documents, either at committees or at meetings of the full Board. On the contrary, Governors must feel able to comment on or challenge any document or issue: good governance relies upon this. The idea is to resolve points of detail efficiently so as to focus Governors' discussions on matters of substance.

Mission Statement

This will be reviewed annually, usually at the Governors' Conference in March.

Public Access

Attendance at Governors' meetings by persons who are not on the Corporation is at the Chairman's discretion. Agenda papers and minutes of

Governing Body meetings and of all the Committees are available to the public through enquiry at the College Office during normal working hours. In addition, minutes of Governors' meetings (other than confidential minutes) are published on the College's website. Where papers are to be treated as confidential this will be decided at the appropriate Committee or Governing Body meeting. The College Policy on *Access to Information* is contained in Appendix 6.

Quorum

The Governing Body consists of 20 members. Its meetings are quorate when there are at least 40% of members present.

Terms of office/re-election

Appendix 1 shows when Governors' terms of office expire. Governors may be re-nominated for election, after scrutiny by the Search Committee.

"Whistle blowing"

Procedures have been circulated to all staff and are contained in Appendix 7.

Further information and guidance on the rules and procedures are available in the Instrument and Articles of Government, and in the college governance guidance for Governors and Clerks produced by DBIS, LSIS and the Funding Bodies. DBIS is the principal regulator and sponsor department of FE and Sixth Form Colleges, with the DfE, alongside the Skills Funding Agency and the Education Funding Agency (EFA).

4. Procedures for Electing Governors

This is a summary of the procedures for appointment of Governors which are detailed in a separate document. See section 2 of these procedures for the numbers of each category of governor.

Independent Governors (13)

Recommendations are made through the Search Committee, the Principal or other Governors. The Principal and Clerk follow up recommendations. The term of office is 4 years.

Parent Governors (2)

When there is a vacancy, a Parent Governor is nominated and is eligible to serve for four years. Parent Governors do not have to resign when their son/daughter leaves the College. If there are several candidates, the Clerk to the Governors organises a postal ballot.

Staff Governors (2)

Nominations are received from staff and all staff (teaching and support staff) are eligible to vote. Staff Governors serve for 4 years, or until they leave College or resign, whichever occurs first.

Student Governors (2)

When there is a vacancy, one Student Governor is nominated each year from first year students. Student Governors serve for 4 years or until they leave

College, whichever occurs first. The Co-ordinator of Student Affairs (a Tutor) is the Returning Officer and organises student nominations and a ballot.

The Principal

The Principal is a Governor, whose term of office lasts throughout his service as Principal.

The Principal's responsibilities are summarised in a job description derived from the Instrument and Articles of Government. (See Appendix 8) As well as managing the College, he/she is the Governors' chief professional adviser and the Accounting Officer of the College.

Clerk

The Clerk ensures that agendas and minutes are sent out, records kept and correct procedures followed in accordance with the Instrument & Articles of Government. He/she meets with the Chair of Governors independently of the Principal and is accountable to the whole Board.

His/her job description is in Appendix 13. It derives from *College Governance: A Guide for Clerks* (FEFC 1996) and *An Introductory Guide for New Clerks in College Governance* (LSIS July 2013), for which see Appendix 12.

Deputy Principal

The Deputy Principal will normally attend Governors' meetings.

5. Governors' Committees

Committees and clerking

The Governing Body has agreed to work through the following standing committees:

| | |
|----------------------|--------------------|
| Audit | Remuneration |
| Curriculum | Search |
| Finance and Premises | Staff and Students |

All Committees are advisory and none has financial powers, unless the Governing Body resolves that they are needed for a specific purpose.

The Clerk to the Governors will clerk all Committees, either in person or by delegation to a named individual.

Membership

Committee membership is as stated in Appendix 9 unless amended by the Governing Body. Membership of committees will be reviewed annually (Appendix 9).

The Chair of Governors is an ex-officio member of all committees with the exception of Audit.

The Principal is a member of all Committees with the exception of Audit and Remuneration.

Committees elect a Chair annually at the first meeting of an academic year. Vice Chairs are not elected, unless so resolved by individual committees. If the Committee Chair is absent from a meeting, the members of the committee who are present shall elect an Acting Chair for that meeting.

Any committee of the Governing Body may co-opt additional non-governor members by a majority vote of all its members. Such members must, however, be approved by the Search Committee and appointed by the Corporation. They have a vote in the same way as other committee members but may not contribute to the quorum nor count within the Committee total in determining the size of the quorum, and may not be elected as Chair or Acting Chair. These co-options will be limited to two years unless the Corporation decides, exceptionally, to extend the co-option.

Attendance at Committee meetings by persons who are not committee members is at the invitation of the Committee Chair, e.g., committees may extend invitations to staff or auditors for information or consultation.

Quorum

The quorum for committee meetings shall be 40% of the membership excluding co-opted members, unless the Governing Body shall specify a higher quorum for a particular committee. The way this rule is currently applied is set out in Appendix 9.

Rules for Meetings

At least 10 days written notice will be given for Committee meetings, and papers will be circulated at least a week before each meeting.

Minutes will be taken at each committee meeting by the Clerk to the Governors or a substitute. They will be made available, whenever possible, to all Governors before their next full meeting, when approval of the Committee's minutes will be sought and decisions made on any recommendations. If a Governors' meeting decides that an item in the Minutes is confidential, it shall also decide when the item shall be reconsidered, either for release as a non-confidential item or to remain confidential for a further specified period

Attendance at the meeting will be recorded in the minutes.

Meetings will take place at least once per term with the exception of the Remuneration (annually), Search (as appropriate) and Finance & Premises (six times per year).

The Chair will discuss agendas with the Clerk. Informal discussion will also take place with the Principal when appropriate.

The rules governing decisions and voting at Committees will be the same as those of the Governing Body meetings.

6. Structure and Terms of Reference of Committees

Audit Committee

Membership:

- The Committee shall consist of up to six Governors **excluding** the Principal and other senior postholders, the Chairman of Governors, members of the Finance Committee and Student Governors.

Servicing Officer

- Clerk to the Governors

Co-options

- The Committee may co-opt one or two outsiders with relevant experience but shall exclude members of the College's Audit Services, the College Banker or Insurer.

Terms of Reference

- to assess and provide the Governing Body with an opinion on the adequacy and effectiveness of the College's audit arrangements, framework of governance, risk management and control, and processes for the effective and efficient use of resources (value for money), the solvency of the College and the safeguarding of assets;
- to advise the Governing Body on the adequacy and effectiveness of the College's Assurance Framework, comprising the Quality Assurance Policy, Risk Management Policy and Audit Strategy. In addition, to advise and support the Board in explaining in its annual report and accounts the measures it has taken to ensure it has fulfilled its statutory and regulatory responsibilities. The Annual Accounts Direction sets out the funding bodies' specific requirements for that year that must be included in the Statement of Corporate Governance and Internal Control;
- to advise the Governing Body on the appointment, reappointment, dismissal and remuneration of the financial statements and regulatory auditors and other assurance providers including the Internal Audit Service (IAS) and establish that all such assurance providers adhere to relevant professional standards;
- to advise the Governing Body on the scope and objectives of the work of the IAS and the financial statements auditor;
- to ensure effective co-ordination between the IAS and the financial statements auditor;
- to consider and advise the Governing Body on the audit strategy and annual internal audit plans for the IAS as part of the Board Assurance Framework;
- to advise the Governing Body on internal audit assignment reports and annual reports and on control issues included in the management letters of the financial statements auditor, and management's responses to these;
- to monitor, within an agreed timescale, the implementation of agreed recommendations arising from the management letters and reports of the financial statements and regulatory auditor, and of any reports submitted by other providers of audit and assurance services to the College;

- to consider and advise the Governing Body on relevant reports by the National Audit Office, the funding bodies and, where appropriate, management's response to these;
- to establish, in conjunction with College management, relevant annual performance measures and indicators, and to monitor the effectiveness of the IAS and financial statements auditor through these measures and indicators and decide, based on this review, whether a competition for price and quality of the audit service is appropriate;
- to oversee the College's policies on fraud and irregularity and whistleblowing, and ensure the proper, proportionate and independent investigation of all allegations of instances of fraud and irregularity; that investigation outcomes are reported to the Audit Committee; that external and internal auditors are informed, and that appropriate follow-up action planned/actioned, and that all significant cases of fraud or suspected fraud or irregularity are reported to the chief executive of the appropriate funding body;
- to produce an annual report for the Governing Body. The annual report must summarise the Committee's activities relating to the financial year under review, including any significant issues arising up to the date of preparation of the report, and any significant matters of internal control included in the management letters and reports from auditors or other assurance providers. It must include the Committee's view of its own effectiveness and how it has fulfilled its terms of reference. The report must include the Audit committee's opinion on the adequacy and effectiveness of the College's audit arrangements, its framework of governance, risk management and control, and its processes for securing economy, efficiency and effectiveness. The annual report must be submitted to the Board before the Statement of Corporate Governance and Internal Control in the accounts is signed. A copy of the Audit committee's annual report must be submitted to the relevant funding body with the annual accounts;
- to ensure the College's compliance with the Bribery Act 2010;
- to inform the Governing Body of any additional services provided by the financial statements, regulatory and other audit and assurance providers and explain how independence and objectivity were safeguarded;
- to recommend the annual financial statements to the Governing Body for approval;
- to review, and recommend to the Governing Body for approval, the College's Quality Assurance procedures as part of the Board Assurance Framework;
- to produce an annual self-assessment report on Governance

[Notes: These Terms of Reference are based upon the Education Funding Council's Joint Audit Code of Practice, EFA July 2013]

Curriculum Committee

Membership

- The Committee shall consist of seven Governors, one of whom shall be the Principal.

Servicing Officer

- Deputy Principal.

Terms of Reference

- review and recommend for approval the College Curriculum Policy taking into account the implications of the National Curriculum and the Government's post 14-19 policies;
- review the curriculum and make recommendations for any major curriculum change to the Governing Body;
- make appropriate contributions to the *College Strategic Plan*;
- when curriculum issues have major financial implications, make appropriate recommendations to the Finance & Premises Committee;
- review the performance data relating to curriculum issues and monitor the implementation of actions to improve them;
- review projected and actual student numbers;
- review annual data on student destinations;
- review departmental targets for attendance, retention and achievement.

Finance and Premises Committee

Membership

- The Committee shall consist of seven Governors one of whom shall be the Principal.

Servicing Officers

- Finance Director and Estates Manager.

Terms of Reference

To determine the following, subject to approval by the Governing Body:

Finance

monitor and review financial performance and management in accordance with Financial Regulations, and where appropriate, recommend for approval by the Governing Body as per the following list;

- review and approve Financial Regulations;
- review and approve the annual revenue Budget;
- review long term Financial Forecasts, to be prepared in accordance with the requirements of the funding body and of the Corporation;
- monitor and review regular financial accounts, cashflow and capital reports;
- review and approve Capital budgets and financing, and review post-project reports in line with the funding body's requirements;
- review the annual Financial Report and Accounts and recommend to Audit Committee;
- review and approve Financial and Treasury Management policies;
- monitor and approve significant budget variations and virements between budgets;
- periodically review insurance arrangements;
- review and approve the write off of significant debts, losses and write-downs.

Premises

- monitor and review arrangements in place to ensure the continuing adequacy and quality of College accommodation, assets and estates together with associated financing, and where appropriate, make recommendations to the Governing Body;
- receive and approve the Accommodation Strategy in accordance with the funding body's requirements, recommend it to the Board and oversee its implementation;
- monitor the College maintenance programme and associated financing in accordance with Financial Regulations;
- consider proposed capital projects and the way they will be funded and recommend them to the Board;
- review and recommend the placing of capital contracts in accordance with approved procedures and Financial Regulations, and monitor progress of Capital schemes to completion;
- periodically consider and approve procurement and asset management arrangements and policies;
- consider and report the potential impact on the College of developments on the campus and in the local area;
- monitor commercial activities and joint use arrangements;
- approve policies and procedures for Health and Safety and receive an annual report on their implementation.

Remuneration Committee

Membership

- The Committee shall consist of the Chair of Governors and a minimum of two other Governors. The Principal, Staff and Student Governors shall not be eligible to serve on this Committee.

Servicing Officer

- Clerk to the Governors, who shall withdraw when his own remuneration is discussed.

Co-option

- The Committee shall have the power to co-opt members for advisory purposes. Such co-opted members shall not, for this committee, have any voting rights.

Terms of Reference

- To conduct a salary review for Senior Post Holders during every academic year.
- To recommend to the Corporation changes in the remuneration and conditions of service of the Senior Post Holders. Currently there are three Senior Post Holders: the Principal, Deputy Principal and the Clerk.

Search Committee

Membership

- The Search Committee shall consist of the Chair of the Governors, the Principal and a minimum of two other Governors.
- Specific Quorum: three Governors

Co-option

- The Search Committee shall have power to employ the services of such external advisors as it deems necessary. The committee can co-opt any Governor who shall, when present, count towards the quorum.

Terms of Reference

- To be responsible for nominating candidates for the approval of the Corporation to fill vacancies, and for determining the process whereby candidates are nominated;
- to consider and make recommendations to the Corporation on its composition and balance, and on the procedures for appointment to the Corporation;
- to consider the contribution of individual Governors before proposing re-appointment;
- to review the 'Procedures for Appointment of Governors' at least every two years.

Servicing Officer

- Clerk to the Governors

Staff and Students Committee

Membership

- The Committee shall consist of eight Governors including the Principal and Chair of the Governing Body.
- Staff and/or Student Governors may be asked to withdraw from the meeting, at the discretion of the Chair.

Servicing Officer

- A Director of Studies (by rotation)

Terms of Reference

- To determine procedures for defining and appointing senior staff;
- to set a framework for the pay and conditions of all other staff;
- to review the management structure of the College;
- to approve procedures for the appraisal of senior staff;
- to approve a progressive staffing policy which motivates and develops all staff;
- to approve disciplinary and grievance procedures for all staff at the College;
- to approve and review rules with respect to the conduct of students including procedures for suspension and exclusion;

- to review statistical data relating to personnel and the implementation of measures to ensure the well-being and effectiveness of staff;
- to review and monitor the effectiveness and implementation of the College's Equality and Diversity Policy and Procedures;
- to publish equality information and objectives as required by the Equality Act 2010 (Specific Duties) Regulations 2011;
- to review and monitor the effectiveness of the College's Safeguarding policies and approve the annual *Students at Risk* verbal report. (These documents cover students aged 16-19 and adult students);
- to review the Constitution of the Student Representative Council from time to time;
- to meet at least annually with representative(s) of the Student Representative Council.

7. The Role of Governors

The Governor's role can be summarised as:

- to provide the College with corporate leadership within a framework of prudent and effective controls which enables risk to be assessed and managed. Governors through the Governing Body should set the College's strategic aims, and values, and ensure that its obligations to its stakeholders and others are understood and met;
- to provide soundness and independence of judgement in the stewardship of public funds so that a quality service may be provided and legal statutory duties are discharged;
- to ensure that arrangements are in place for the appointment of senior postholders and provide a framework for pay and conditions of all College staff.

In order to discharge this role effectively, Governors should:

- adhere to the Seven Principles of Public Life derived from the Nolan Report on Standards in Public Life (see Appendix 2);
- comply with the Requirements for Good Governance, as defined by the Independent Commission on Good Governance in Public Services (see below);
- be aware of potential conflicts of interest and how to act when such conflict arises or threatens to arise;
- make their specialist and/or professional knowledge available to the decision-making processes of the Governing Body and its Committees, but avoid giving direct professional advice to the College management;
- act in the best interests of the College at all times;
- understand and observe the requirements for confidentiality with respect to the governance and interests of the College;
- act as an ambassador for the College, and not compromise the good name of the College by any action;
- attend all meetings of bodies of which they are members unless there are compelling personal reasons why attendance is not possible, in which case apologies should be submitted to the Clerk in advance;
- participate in an annual review of the Governing Body's own performance; and
- attend training sessions and development events, including the Governors' Conference which is normally held in March of each year.

Requirements for Good Governance

Governors are expected to comply with the Requirements for Good Governance, which are described in the Report published by the Independent Commission on Good Governance in Public Services, in January 2005 (see Appendix 2).

Responsibilities of Governors and Principal

The Governing Body (or Corporation) is ultimately responsible for everything in the College, but to make matters workable, management is delegated to the Principal and his staff.

The distinction between the roles of the Governing Body and The Principal are summarised below (and more formally in Appendix 11). This makes clear the Governors' high level, strategic decision making and monitoring role, working in close partnership with the Principal and his team. In addition to the responsibilities shown, the Governing Body also takes certain high-level financial decisions itself. For example, it approves building plans, monthly accounts and the appointment and pay of Senior Postholders.

The responsibility split:

| GOVERNING BODY | PRINCIPAL |
|-----------------------------|---------------------------|
| Determines framework/policy | Manages |
| Takes strategic decisions | Prepares strategic plans |
| Monitors/oversees | Proposes |
| Challenges assumptions | Implements |
| Evaluates information | Informs |
| Forms independent judgement | Gives professional advice |

The Role of Governors in Quality Assurance

Aims

- To ensure Governors have the information to perform their statutory duties.
- To provide information to allow Governors to determine whether the mission and strategic aims of the College are being met through agreed performance indicators.
- To provide information to inform strategic planning.
- To provide evidence through agreed performance indicators to allow Governors to assess the quality of work and resources of the College.
- To provide opportunities for Governors to participate in the life of the College.
- To provide an opportunity for Governors to review their work and identify training or information needs.
- To enhance communication between Governors, staff and students.

Procedures

The Corporation and all Governors' committees will have a quality assurance remit determined by their terms of reference.

The Governors will review the *Quality Assurance Policy and Procedures* on an annual basis. This will be carried out by the Audit Committee, which will report to the Corporation.

The major sources of information will be the annual report, annual self-assessment report, financial forecast and strategic plan, which will contain summaries and analysis of information derived from the quality assurance procedures covering all aspects of the College.

The Corporation or appropriate Committee will approve the year end accounts, strategic plan and financial forecasts at the appropriate times.

Supporting documents

The following information will be provided for all Governors, with additional material for Committees.

- *Strategic Plan.*
- Student data on applications, enrolments, retention, absence, destination.
- Responses to student questionnaires.
- *Curriculum Policy* - summary of proposed curriculum
- Department and College reports
- Summary of performance in extra-curricular activities and evaluation of programme
- Analysis of examination results - raw and value added
- *Quality Assurance Policy and Procedures*
- Self-Assessment Report
- Annual Report
- Financial forecast, budget, unit costs, Treasury management policy
- Accommodation strategy and space utilisation data
- Staff/student ratios
- Set sizes
- Prospectus

Governors' Self Assessment.

Governors will review their work on an annual basis and will produce a report based on the Ofsted inspection framework which will be incorporated into the Self-Assessment Report. The report will summarise evidence indicating:

- Governors' role in strategic planning
- Attendance at meetings
- Use of specific skills of Governors
- Quality and frequency of governor training

This will be carried out by the Audit Committee which will report to the Corporation.

Members of the Hereford Sixth Form College Corporation 2016-17

| Name | Category | Committee(s) | Start of current term | Expiry of current term |
|---|-------------|--|-----------------------|------------------------|
| Ms Michelle Balcombe (Ex 14-19 Strategy Mgr, Herefordshire LA. Examinations Invigilator) | Independent | Audit Curriculum Search (Chair) | 13.07.13 | 12.07.17 |
| Mr Martin Churchward (Entrepreneur) | Independent | Staff & Students (Chair) | 06.10.11 | 05.10.15 |
| Mrs Carol Clapham (Ex Members' Info. & Support Officer, Herefordshire Council. Former Ofsted Lay Inspector of Schools) | Independent | Curriculum | 09.10.12 | 11.10.16 |
| Mr Charles Davies | Independent | Audit (Chair) | 21.01.13 | 20.01.17 |
| Mr Robert Doran (Ex Consultant, Hereford County Hospital) | Independent | Curriculum Remuneration (Chair) Search | 09.10.12 | 08.10.16 |
| Mrs Diane Evans (Chaplain HSFC) | Staff | Staff & Students | 09.10.12 | 08.10.16* |
| Dr Jonathan Godfrey | Principal | All except Audit and Remuneration | 15.10.97 | On leaving |
| Dr Marion Hawkins (Business Consultant, ex Finance Mgr Durham Univ. Business School) | Independent | Audit Curriculum | 05.02.15 | 04.02.19 |
| Mr Clive Hodgeman (Architect) | Parent | Audit | 23.05.13 | 22.05.17 |
| Mr Chris Hodson (ACIB, former Chair of Audit Committee, Royal Berks Ambulance NHS Trust) | Independent | Audit | 09.10.12 | 08.10.16 |
| Dr Ken Hopkins (Ex Pro Vice-Chancellor, Kingston University) | Independent | Chair of Board of Governors All committees except Audit and Curriculum | 04.10.11 | 03.10.15 |
| Mrs Heidi Macdougall (Freelance Fundraising Consultant, ex External Busines Mgr RNCB) | Independent | Vice Chair of Board of Governors Finance & Premises (Chair) Remuneration Search | 22.05.14 | 21.05.18 |
| Mr James Miller (Ex Head Teacher, Newcastle Royal Grammar School) | Independent | Finance & Premises Curriculum (Chair) | 19.03.13 | 17.03.17 |

| | | | | |
|--|-------------|--------------------------------|----------|-----------|
| Mr Rob Newton | Student | Finance & Premises | 11.12.14 | 10.12.18* |
| Ms Blair Priday (former Director ABN AMRO Bank) | Independent | Finance & Premises | 03.02.11 | 02.02.15 |
| Mr Shubham Kilkarni | Student | Staff & Students | | |
| Dr Amber Tahir (Medical Consultant) | Parent | Staff & Students | 23.05.13 | 22.05.17 |
| Mr Ravi Tandon (Regional Business Advisor, UK Trade & Investment) | Independent | Finance & Premises | 09.10.12 | 08.10.16 |
| Mr Philip Tranter | Staff | Staff & Students Curriculum | 09.10.12 | 08.10.16* |
| Mrs Shirley Tully (ex Finance Director, Richmond Tertiary College. Interim Finance Director) | Independent | Finance & Premises | 11.12.14 | 10.12.18 |

The Clerk to the Governors is Mr Robert Gorman

*The terms of office of staff and student members automatically end when they leave the College.

Non-governors co-opted onto Governors' Committees

Mr Vernon Amor (Finance & Premises Committee) – Company Director

Mr Andrew Parsons (Audit Committee)

Dr Helen Underhill (Staff & Students Committee) – Medical Consultant

Code of Conduct for Governors of Hereford Sixth Form College

Individual members of the Governing Body share equally the responsibilities and accountabilities of the Corporation. Each Governor is asked to subscribe to this Code of Conduct based on the Seven Principles of Public Life.

A Governor should:

- support the aims and objectives of the College and promote the interests of the College and its students in the wider community;
- work co-operatively with other Governors in the best interests of the College;
- acknowledge that difference of opinion may arise in discussion of issues but, when a majority decision of the Governing Body prevails, it should be supported.
- base his or her view on matters before the Governing Body on an honest assessment of the available facts, unbiased by partisan or representative views;
- acknowledge that as an individual Governor, he or she has no legal authority outside the meetings of the Governing Body and its committees;
- understand that an individual Governor does not have the right, other than through the Chairman and Governing Body's agreement, to make statements or express opinions on behalf of the Governors;
- resist any temptation or outside pressure to use the position of Governor to benefit himself or herself or other individuals or agencies;
- declare openly and immediately any personal conflict of interest arising from a matter before the Governors or from any other aspect of Governorship;
- respect the confidentiality of those items of business which the Governing Body decides from time to time should remain confidential;
- take or seek opportunities to enhance his or her effectiveness as a Governor through participation in training and development programmes and by increasing his or her knowledge of the College;
- give priority, as far as practicable, to attendance at meetings of the Governing Body and its committees;
- have regard to his or her broader responsibilities as a Governor of a public institution, including the need to promote public accountability for the actions and performance of the Governing Body.
- not use their position to develop a personal relationship with any student, either within College or outside it.
- feel able to visit the College at any time but should let the Principal know when they arrive.
- not make statements to the press or media or at any public meeting relating to the proceedings of the Corporation or its Committees without first having notified the Chair or, in his or her absence, the Vice Chair.
- not publicly criticise, canvass or reveal the views of other Members which have been expressed at meetings of the Corporation or its Committees.

The Seven Principles of Public Life

Selflessness

Holders of public office should take decisions solely in terms of the public interest. They should not do so in order to gain financial or other material benefits for themselves, their family, or their friends.

Integrity

Holders of public office should not place themselves under any financial or other obligation to outside individuals or organisations that might influence them in the performance of their official duties.

Objectivity

In carrying out public business, including making public appointments, awarding contracts, or recommending individuals for rewards and benefits, holders of public office should make choices on merit.

Accountability

Holders of public office are accountable for their decisions and actions to the public and must submit themselves to whatever scrutiny is appropriate to their office.

Openness

Holders of public office should be as open as possible about all the decisions and actions that they take. They should give reasons for their decisions and restrict information only when the wider public interest clearly demands.

Honesty

Holders of public office have a duty to declare any private interests relating to their public duties and to take steps to resolve any conflicts arising in a way that protects the public interest.

Leadership

Holders of public office should promote and support these principles by leadership and example.

Requirements for Good Governance

The following requirements are an extract from those published by the Independent Commission on Good Governance in Public Services, in January 2005.

Good governance means:

- (1) focusing on the organisation's purposes and on outcomes for citizens and service users -
 - being clear about the organisation's purposes and its intended outcomes for citizens and service users;
 - making sure that users receive a high quality service; and
 - making sure that taxpayers receive value for money;
- 2) performing effectively in clearly defined functions and roles -
 - being clear about the functions of the Governing Body;
 - being clear about the responsibilities of the non-executives and the executive, and making sure that those responsibilities are carried out; and
 - being clear about relationships between the Governors and the public;
- (3) promoting values for the whole organisation and demonstrating the values of good governance through behaviour -
 - putting organisational values into practice; and
 - individual Governors behaving in ways that uphold and exemplify effective governance;
- (4) taking informed, transparent decisions and managing risk -
 - being rigorous and transparent about how decisions are taken;
 - having and using good quality information, advice and support; and
 - making sure that an effective risk management system is in operation;
- (5) developing the capacity and capability of the governing body to be effective -
 - making sure that appointed and elected governors have the skills, knowledge and experience they need to perform well;
 - developing the capability of the people with governance responsibilities and evaluating their performance, as individuals and as a group; and
 - striking a balance, in the membership of the Governing Body, between continuity and renewal;
- (6) engaging stakeholders and making accountability real -
 - understanding formal and informal accountability relationships;
 - taking an active and planned approach to dialogue with accountability to the public;
 - taking an active and planned approach to responsibility to staff;
 - engaging effectively with institutional stakeholders.

**Annual Declaration of Interests by Governors,
other co-opted committee members and by senior postholders**

Governors must agree to conduct business in a spirit of openness and in a way that is socially responsible. This Declaration will form part of a Register of Interests which is intended to assist the identification of any possible or perceived conflict of interest which may arise between service as a Governor and any personal interests. Please note that all aspects of this declaration apply to other co-opted committee members and Senior Postholders in exactly the same way as they do for Governors.

All Governors should act impartially and should not be influenced by social or business relationships. No-one should use their public position to further their private interests. Where there is a potential for private interests to be material and relevant to College business, the relevant interest should be declared as early as possible and recorded in the appropriate Minutes, whether or not that interest is listed on this form. When a conflict of interest is established the Governor should withdraw and play no part in the relevant discussion or decision. Members are reminded that this Register is open to public inspection.

Please declare overleaf those personal interests and also those of your close family/friends, which have the potential to conflict with your role as Governor of Hereford Sixth Form College. THEN, IF YOU HAVE ANSWERED 'YES' TO ANY QUESTION, PLEASE GIVE DETAILS BELOW. Continue on a separate sheet if necessary.

Declaration

I accept the principles stated above and have declared those personal and close family/friend interests which have the potential to conflict with my role as Governor/Co-opted Committee Member/Senior Postholder of Hereford Sixth Form College. [*Please delete title which does not apply*]

Name(Block Capitals)

Signature Date

DECLARATION OF INTERESTS

For each category of interest, please tick either the 'Yes' or 'No' box in answer to each question

Category of Interest

Is there any actual or potential interest for self, spouse, partner, close relative or friend?

Remunerated employment, office, profession or other activity

Directorships of companies

Shareholdings in companies, except where shareholding is less than 1% of all company shares

Partnerships in business or professional partnerships

Consultancies (whether or not remunerated)

Trusteeship of a trust where a Governor or his/her partner or spouse or a member of his/her family may be a beneficiary

Gifts of hospitality offered by outside bodies and arising from the person's position as Governor

All known financial interests with the College, such as provision of goods or services or remuneration for lectures or academic consultancies

Membership of another public body (eg. a school)

Honorary positions and other positions that might give rise to a conflict of interest or of trust

Membership of closed organisations (eg. Freemasons, private investment club)

Any other interest which could lead to a conflict of interest

| Yes | No |
|-----|----|
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IF YOU HAVE ANSWERED 'YES' TO ANY OF THE QUESTIONS ABOVE, PLEASE GIVE DETAILS IN THE SPACE PROVIDED ON THE PRECEDING PAGE

PLEASE REMEMBER TO COMPLETE THE DECLARATION ON THE FRONT OF THIS FORM

Declaration of Eligibility for Membership of the Governing Body, or for co-opted membership of a Governors' Committee or for service as a Senior Postholder of Hereford Sixth Form College and Disability Declaration

Persons Ineligible to be Governors

- (1) A person who is under the age of 18 years shall be ineligible for appointment as a Governor except as a Student Governor.
- (2) A person who is a member of staff of the institution shall only be eligible for appointment as a Staff Governor or in his/her capacity as Principal.
- (3) A student at the institution shall only be eligible to be appointed as a Student Governor. A Governor who is not a *Student Governor* shall not be required to resign if during his/her term of office he/she enrolls on a part-time course at the institution *but if he/she enrolls on a full-time course at the institution he/she shall cease to be a Governor.*
- (4) The Clerk to the Corporation shall be ineligible to be a member.
- (5) Subject to paragraphs (6) and (7), a person shall be disqualified from being a Governor if that person has been adjudged bankrupt, or is the subject of any bankruptcy restrictions order or undertaking under the Insolvency Act 1986, or if that person has made any composition or arrangement with creditors.
- (6) Where a person is disqualified by reason of his/her having been adjudged bankrupt or by reason of any bankruptcy restrictions order or undertaking, that disqualification shall cease on the date of that person's discharge, annulment or rescission from bankruptcy.
- (7) Where a person is disqualified by reason of having made a composition or arrangement with creditors, including an individual voluntary arrangement, and then pays the debts in full, the disqualification shall cease on the date on which the payment is completed and in any other case it shall cease on the expiration of three years from the date on which the terms of the deed of composition, arrangement or individual voluntary arrangement are fulfilled.
- (8) Subject to paragraph (9), a person shall be disqualified from holding, or from continuing to hold, office as a member if-
 - a) within the previous five years that person has been convicted, whether in the United Kingdom or elsewhere, of any offences and has received a sentence of imprisonment, whether suspended or not, for a period of three months or more, without the option of a fine; or
 - b) within the previous 20 years that person has been convicted as set out in sub-paragraph (a) and has received a sentence of imprisonment, whether suspended or not, for more than two and a half years; or

- c) that person has *at any time been convicted* as set out in sub-paragraph (a) and has received a sentence of imprisonment, whether suspended or not, of more than five years.
- (9) For the purpose of this regulation there shall be disregarded any conviction or offence which, if it had taken place in the United Kingdom, would not have constituted an offence.

DECLARATION

I confirm that:

- none of the above exclusions is applicable to me.
- I shall inform the Clerk immediately if I become disqualified from being a Governor as a result of bankruptcy or criminal conviction.
- I am eligible for :
 membership of the Governing Body of the College
OR for co-option onto a Committee of the Governing Body of the College
OR for service as a Senior Postholder at the College
(delete as necessary)
- I hereby authorise checks being made on any qualification that I have offered to secure (or with a view to securing) the above position.
- I hereby authorise statutory DBS checks being made.
- I am, if being nominated for membership, eligible to be considered for that nomination.
- I have read the Code of Conduct for Governors of the College and agree to abide by it.

NAME (Block Capitals)

SIGNATURE..... Date

Complaints against the Governing Body

Introduction

Anyone can make a complaint about the College if they have a relevant interest. There is a full procedure for dealing with such complaints which is freely available from the College Office. It is expected that complaints about teaching, guidance, resources or management decisions thought to be unreasonable would normally be dealt with through this procedure which provides for appeal to the Governing Body and if necessary to the Department for Education.

However, should there be a complaint against the decisions or behaviour of a Governor or the Governing Body there is a separate procedure which is explained below.

The College and Governors will be unable to deal with complaints that fall outside their authority or if there is a more appropriate form of redress such as a complaint against an external agency or if the issue is subject to legal proceedings.

Informal Complaints

An informal complaint should be notified to the Chairman of Governors who will make a full analysis of the nature of the complaint and give either a full or a preliminary explanation within ten working days.

It is intended that complaints would normally be dealt with at this level. Complainants that are not satisfied by the initial response should make a formal written complaint.

Formal complaints

Formal complaints will be in written form, will be acknowledged within ten working days and investigated fully.

Formal complaints will be the responsibility of a sub-committee of the full Governing Body which will, if necessary, constitute a special meeting to consider the complaint once all available evidence has been collected.

The decision and proposed actions of the sub-committee will be communicated to the complainant within fifteen to twenty working days of the complaint and it will be established whether the complainant is satisfied with the outcome.

If the complainant is still dissatisfied, the matter will be referred for independent review with the Department of Education, which may be contacted through:

Complaints Team (Complaints Adjudicator)
The Department of Education
Cheylesmore House
Quinton Road
Coventry
CV1 2WT

They produce a leaflet explaining complaints procedures through the Council.

Records of any complaint and its hearing will be kept in the College Office for a minimum of three years.

Conclusion

It is intended to deal with complaints as speedily and effectively as possible and the above procedures are designed to achieve this.

There is the possibility of further referral to the Department for Education and Skills and the Secretary of State.

Hereford Sixth Form College - Access to College Information

Introduction

This framework sets out the policy of Hereford Sixth Form College in relation to access to information.

Information about College activities is generally available to the public on request. In particular, the documents listed at Appendix A are readily available for inspection.

Use of information will comply with the Data Protection Act 1988.

Access to College Documentation

Any person wishing to inspect the documents listed at Appendix A (below) may do so by enquiring at the College Office.

Copies of some of these documents are available free of charge - prospectus (including examination results), Charter and Inspection Report.

The remaining documents are available for inspection only.

Confidential Information

Some information held by the College is confidential and will be withheld from any documentation or other information generally provided. Information falling into the categories listed in Appendix B would normally be withheld.

If any request is turned down on grounds of confidentiality, the College will give the reason for denying access.

Response to Enquiries

The College will endeavour to provide information other than that listed in Appendix A on request, and to do so within 15 working days. Where the information can be collated easily, it will be provided. Where significant work is involved, the College reserves the right to charge for this time and any other costs incurred. Any such charge will be notified in advance to the person making the request to check that they wish to proceed. Where possible, alternative information or information sources will be given. Where the work involved is excessive the College reserves the right to decline to provide information requested.

Complaints

The College has established a procedure for dealing with complaints. Any person with a complaint about the availability of information should raise their complaint under this procedure. Copies of the procedure can be obtained from the College Office.

Appendix A: Documents Generally Available

- Agendas, paper, and minutes of Governing Body meetings
- Governance of the College - summary of policies and procedures (including Code of Conduct)
- Mission Statement and Corporate objectives
- Annual financial statements and annual report
- The College prospectus (including information on examination results)
- Summary of the College Inspection Report
- Register of interests
- Instrument and Articles of Government
- Code on access to information

Appendix B: Criteria for Confidentiality

- Personal information relating to an individual
- Information provided in confidence by a third party who has not authorised its disclosure
- Financial or other information relating to procurement decisions, including that relating to the College negotiating position
- Information relating to the negotiating position of the College in industrial relations matters
- Information relating to the financial position of the College where disclosure might harm the College or its competitive position, as determined by the Governing Body
- Legal advice received from or instructions given to the College legal advisors
- Information planned for publication in advance of that publication

Hereford Sixth Form College "Whistleblowing" Procedures

Introduction

This procedure is intended to provide a structure for employees to report suspected "malpractice" such as allegations of fraud, financial irregularities, corruption, bribery, dishonesty, acting in an unethical manner, criminal activities or creating or ignoring a serious risk to health, safety or the environment.

This procedure is in addition to the grievance procedures agreed by Sixth Form College staff which should be used to raise grievances about your personal employment situation.

Any employee who raises a concern will have the right to have the matter treated confidentially and not have their name disclosed to the alleged perpetrator of malpractice without their prior approval.

Process

Employees may raise concerns verbally or in writing with any of the senior staff (Principal and Deputy Principal(s)) who will respect their confidentiality and guarantee a full investigation.

A full note (which does not identify the complainant) will be made by the person hearing the concern.

The senior staff member informed will acknowledge the concern expressed, in writing and report back in writing the outcome of the investigation (subject to third party rights) and any proposed action. If the investigation is prolonged the concerned employee will be informed as to the progress of the investigation and when it is likely to be concluded.

If an employee is not satisfied that their concerns have been properly dealt with by a senior member of staff they may raise it in confidence with the Chairman of the Corporation or the Chairman of the Audit Committee who will follow the procedure outlined above.

Employees with a concern about a senior staff member (Principal or deputies) should raise it directly with the Chairman of the Corporation or Audit Committee.

If the Governing Body finds the allegation unsubstantiated or to have been handled in a satisfactory manner by senior staff the employee may still pursue the matter with an external agency (normally the Department for Education). This recourse should only be used when internal procedures have been exhausted.

Deliberately false and malicious accusations will be dealt with under the College disciplinary procedures.

Hereford Sixth Form College Job Description of the Principal

1 PRINCIPAL RESPONSIBILITIES

1. To be the College's Chief Executive, to act as the Governors' chief professional adviser.
2. As Chief Executive to manage the College within the College's Instrument and Articles of Government, subject to any further directions of the Secretary of State, towards the objectives set by the Governors and within the limits they have prescribed. [Funding Agency Financial Memorandum].
3. As Chief Executive and accounting officer of the College take personal responsibility for funds distributed to the College under financial memorandum of the Education Funding Agency (based on FEFC Circular 92/23].
4. To represent the College in liaising with significant local and national institutions.

2 SPECIFIC RESPONSIBILITIES

1 Acting as the Governors' Chief professional adviser:

- 1.1 for making proposals to the Governing Body about the educational character and mission of the College;
- 1.2 for preparing the College's Strategic Plan, submitting it to the Board, for executing the Plan once it has been passed to the Board, for monitoring the College's performance against the targets set in the plan and for reporting back to the Board twice yearly on performance against targets set;
- 1.3 for submitting the College's annual Self Assessment Report to the Board and for carrying out the Action Plan with its targets as set out in the Report.
- 1.4 for submitting to the Remuneration Committee a report on the performance of each senior postholder other than the Principal (against targets previously set) during the past year;
- 1.5 for preparing a Principal's report for each Governors' meeting.

2 Managing the College within the College's Instrument and Articles being responsible;

- 2.1 for implementing the decisions of the Governing Body;

- 2.2 for the organisation, direction and management of the institution and leadership of the staff;
- 2.3 for the appointment, assignment, grading, appraisal, dismissal, and determination of the pay and conditions of service of staff other than the holders of senior posts subject to a framework established by the Governing Body.
- 2.4 for the determination of the College's academic activities; and for the determination of its other activities;
- 2.5 for preparing annual estimates of income and expenditure, for consideration and approval by the Governing Body, and for the management of budget and resources, within the estimates approved by the Governing Body; and
- 2.6 for the maintenance of student discipline and, within the rules and procedures provided for within these Articles, for the suspension or expulsion of students on disciplinary grounds and for implementing decisions to expel students for academic reasons;
- 2.7 as a member of the Finance Committee and as a member of the Governors' Staff and Students' Committee, to advise these committees, and through them the Board, on such matters relating to the employment policy and/or finance as the Governing Body may remit to them;
- 2.8 for misconduct or other good and urgent cause, to suspend from duty, with pay, any member of staff other than the holder of a senior post.

3 RESPONSIBILITY AS CHIEF EXECUTIVE AND ACCOUNTING OFFICER OF THE COLLEGE

- 3.1 To ensure that any funds from the Funding Body are used only for the purpose for which they are given, and in accordance with any terms and conditions laid down by the funding body.
- 3.2 To appear before the parliamentary Committee of Public Accounts as required, alongside the Chief Officer of the funding body, on matters relating to the funds paid by the Council to the College and the use made by the College of such funds. [EFA Financial Memorandum].
- 3.3 To advise the Governing Body if at any time any action or policy under consideration by them is incompatible with these terms and conditions.
- 3.4 To ensure the proper and effective operation of the controls established by the Governing Body to safeguard public funds and that such controls are appropriate and sufficient.
- 3.5 To give effect to the Governing Body's policies for securing the efficient, economical and effective management of all the College's resources and expenditure to achieve the agreed aims and objectives of the College's plans.

- 3.6 Where the Governing Body determines to proceed with any action or policy which it believes infringes the terms of its financial memorandum with the funding body, the Chief Executive shall, after due consideration and advice, e.g., from the College Solicitor, professional association etc, advise the Chief Officer of the Funding Body in writing of the situation at the College.
- 3.7 To sign and date the balance sheet and the corporate governance statement on the same day or shortly before the auditors sign their audit report.
- 3.8 To sign the Principal's Certificate within the Funding Agency's Financial Plan return.

4 REPRESENTING THE COLLEGE IN LIAISING WITH SIGNIFICANT LOCAL AND NATIONAL INSTITUTIONS

- 4.1 including local partner schools, nearby FE colleges, the Sixth Form Colleges' Association, the Association of Colleges, national Funding Body etc.

5 OTHER RESPONSIBILITIES

- 5.1 To take part in the College's Appraisal system for senior postholders.
- 5.2 To be responsible for all teaching and non-teaching activities of the College, and where he so wishes, to act as line manager for certain Heads of Department and/or to undertake a teaching role.
- 5.3 To be the College's Accountable Person under the Health and Safety at Work Act.
- 5.4 To respond positively and effectively to other needs, planned or unplanned, as they arise and as requested by the Board.

Hereford Sixth Form College Composition of Committees – 2016/17

| | |
|--|---|
| <p>Finance and Premises (7) Jonathan Godfrey Ken Hopkins Heidi Macdougall James Miller Rob Newton Ravi Tandon Shirley Tully (Chair)</p> <p>In attendance: Sally-Ann Griffiths, Stephen Scott-Lee</p> | <p>Audit (5) Michelle Balcombe (Chair) Charles Davies Marion Hawkins Clive Hodgeman Chris Hodson</p> <p>In attendance: Clerk to the Governors</p> |
| <p>Staff & Students (6/7) Michelle Balcombe Martin Churchward Carol Clapham Jonathan Godfrey Amber Tahir Phil Tranter (Chair) Rob Doran (co-opted to attend where Safeguarding reports are received)</p> <p>In attendance: Director of Studies (rotating)</p> | <p>Curriculum (7) Carol Clapham Rob Doran Jonathan Godfrey Marion Hawkins Ken Hopkins James Miller (Chair) Phil Tranter</p> <p>In attendance: Peter Cooper</p> |
| <p>Search (5) Michelle Balcombe Rob Doran Jonathan Godfrey Ken Hopkins Heidi Macdougall (Chair)</p> <p>In attendance: Clerk to the Governors</p> | <p>Remuneration (3) Rob Doran (Chair) Ken Hopkins Heidi Macdougall</p> <p>In attendance: Clerk to the Governors</p> |

| Committee membership numbers, excluding co-opted non-governors | Quorum |
|---|---------------|
| 2, 3, 4 or 5 | 2 |
| 6 or 7 | 3 |
| 8, 9 or 10 | 4 |

Membership of committees will be reviewed annually by the Board of Governors – at the sixth and last meeting of the year.

SKILLS BACKGROUND OF MEMBERS OF AUDIT AND FINANCE & PREMISES COMMITTEES

| Member | Category | Skills Background |
|---|-----------------|---|
| Audit Committee | | |
| Michelle Balcombe | Independent | Ex 14-19 Strategy Manager, Herefordshire Local Authority. Examination Invigilator |
| Charles Davies | Independent | Business, Semi-retired |
| Marion Hawkins | Independent | Business Consultant, ex Finance Mgr Durham Univ. Business School |
| Clive Hodgeman | Independent | Architect |
| Chris Hodson | Independent | Associate of Chartered Institute of Bankers, former Chair of Audit Committee of Royal Berkshire Ambulance NHS Trust |
| Finance & Premises Committee | | |
| Jonathan Godfrey | Principal | College Principal |
| Ken Hopkins | Independent | Ex Pro Vice Chancellor, Kingston University |
| Heidi Macdougall | Independent | Freelance Fundraising Consultant, ex External Business Mgr, RNCB |
| James Miller | Independent | Ex Head Teacher, Newcastle Royal Grammar School |
| Rob Newton | Student | Student of Economics |
| Ravi Tandon | Independent | International Business Adviser, Inta Trade |
| Shirley Tully | Independent | Finance Director (Retired) Richmond Tertiary College. Interim Finance Director. |

Contacting Hereford Sixth Form College Governors

All Governors (listed in Appendix 1) may be contacted by telephoning Jane Horsburgh (Office Manager) at the College on 01432 346914. She will then pass on the enquirer's telephone number to the Governor, who will then make direct contact.

Alternatively, members of the public may write to Governors as follows:

Name of Governor
c/o The Clerk to the Governors
Hereford Sixth Form College
Folly Lane
Hereford
HR1 1LU

Powers and Responsibilities

Responsibilities of the Corporation

Taken from Articles of Government [Schedule 2] Section 3.

The Corporation shall be responsible:

- for the determination of the educational character and mission of the institution and for oversight of its activities;
- for the effective and efficient use of resources, the solvency of the institution and the Corporation and for safeguarding their assets;
- for approving annual estimates of income and expenditure;
- for the appointment, grading, suspension, dismissal and determination of the pay and conditions of service of the holders of senior posts and the clerk (including, where the clerk is, or is to be appointed as, a member of staff), his appointment, grading, suspension, dismissal and determination of pay in his capacity as a member of staff; and
- for setting a framework for the pay and conditions of service of all staff.

Responsibilities of the Principal

Taken from Articles of Government [Schedule 2] Section 3.

Subject to the responsibilities of the Corporation, the Principal shall be the Chief Executive of the institution, and shall be responsible:

- for making proposals to the Corporation about the educational character and mission of the institution, and for implementing the decisions of the Corporation;
- for the organisation, direction and management of the institution and leadership of the staff;
- for the appointment, assignment, grading, appraisal, suspension, dismissal, and determination, within the framework set by the Corporation, of the pay and conditions of service, of staff other than the holders of senior posts;
- for the determination of the institution's academic activities, and for the determination of its other activities;
- for preparing annual estimates of income and expenditure, for consideration and approval by the Corporation, and for the management of budget and resources, within the estimates approved by the Corporation; and
- for the maintenance of student discipline and, within the rules and procedures provided for within these Articles, for the suspension or expulsion of students on disciplinary grounds and for implementing decisions to expel students for academic reasons.

National guidelines for responsibilities of the Clerk – see also the note on page 5

Taken from 'College Governors - A Guide for Clerks' (Further Education Funding Council, March 1996).

- To advise the Governing Body and its committees on the proper exercise of their powers and on the application of the Education Acts and other laws affecting its work.
- In consultation with the Chairman and the Principal, to plan the forward programme of meetings of the Governing Body and its committees; identify the main items to be taken at those meetings and liaise with those members of staff or Governors preparing papers for forthcoming meetings.
- To facilitate communication on Governing Body matters between the Chairman, Principal and senior staff in the College.
- In consultation with the Chairman and Principal, to summon meetings and prepare and despatch agenda and papers for Governing Body and committee meetings.
- Either in person, or by delegation to a named individual, to attend all meetings of the Governing Body and its committees, giving advice on procedure at such meetings and prepare draft minutes of the proceedings.
- To act as correspondent for the Governors.
- To give administrative support to the Chairman of Governors, Chairman of committees and to individual Governors as required.
- To ensure compliance with the law as regards public access to Governors' papers.
- To make arrangements for the safe custody of the official record of the Governing Body's business and maintain a record of outstanding business.
- To draw up for approval, and keep under review, standing orders for the conduct of business of the Governing Body and its committees.
- To maintain a record of membership of the Governing Body, notifying it of any vacancies, making arrangements for staff, student and parent elections, and advising the Governing Body on strategies for recruiting Governors.
- To maintain an attendance record of Governors, notifying any Governors whose membership lapses as a result of non-attendance or who become disqualified for some other reason.
- To maintain a Code of Conduct for the Governing Body and a register of interests of Governors and advising Governors on declaration of interest.
- To administer any scheme for the reimbursement of Governors' expenses.
- In conjunction with the College or outside agencies, to arrange induction and training programmes for Governors.
- To take appropriate action if and when the Governing Body, its Chairman or one of its committees appears to be at risk of acting outside their powers or to be proposing actions that may be unlawful.
- To undertake any other duties commensurate with this post as the Chairman of Governors/Principal may from time to time decide.
- To undertake any other task that is reasonable in the context of the Clerk's role.

Duties and Responsibilities of the Clerk at Hereford Sixth Form College
(see also the note on page 5)

The Clerk, as administrative officer of the Governing Body, would normally cover the following responsibilities and tasks.

- To work with the Chairman and the Principal on the contents of the agenda and the supporting papers for each full meeting of the Governing Body. This includes liaising with serving officers of Governor Sub-committees to arrange punctual receipt of their supporting papers.
- To check with the Chairman on any actions that have been taken by him between meetings and that they are reported to the Governing Body.
- To prepare and send out papers to the Governing Body seven working days before the meeting.
- To attend Governors' meetings and to take accurate notes from which to prepare the minutes.
- To write, produce and send copies of the draft minutes to the Chairman and the Principal.
- To record the attendance of Governors at meetings and notify the Chairman of excessive non-attendance.
- To ensure that the Governing Body annually fixes the dates of future meetings for the coming academic year.
- To check on the dates of expiry of terms of office and warn Governors six months in advance.
- To inform the Chairman of any resignations or appointments and ensure that action is taken to fill a vacancy.
- To deal with correspondence on the appointment of Governors.
- To maintain relevant files and records of correspondence and documents.
- To attend and support meetings of committees of the Governing Body when requested to do so.
- To advise the Governing Body on law, standing orders and procedural matters where necessary during the meeting.

Dates when Governors and Chairs began their service

a) Governors

| | |
|----------------------|------------|
| Ms Michelle Balcombe | 14.07.2005 |
| Mr Martin Churchward | 06.10.2011 |
| Mrs Carol Clapham | 14.10.1992 |
| Mr Charles Davies | 11.12.2000 |
| Mr Rob Doran | 21.01.2005 |
| Mrs Diane Evans | 09.10.2012 |
| Dr Jonathan Godfrey | 01.09.1997 |
| Dr Marion Hawkins | 05.02.2015 |
| Mr Clive Hodgeman | 23.05.2013 |
| Mr Chris Hodson | 09.10.2012 |
| Dr Ken Hopkins | 14.10.2007 |
| Mrs Heidi Macdougall | 30.03.2006 |
| Mr James Miller | 19.03.2009 |
| Mr Rob Newton | 11.12.2014 |
| Mr Shubham Kilkarni | 15.10.2015 |
| Dr Amber Tahir | 23.05.2013 |
| Mr Ravi Tandon | 16.07.2004 |
| Mr Philip Tranter | 09.10.2012 |
| Mrs Shirley Tully | 11.12.2014 |

b) Chairs

| | | Date began |
|---------------------------------------|----------------------|------------|
| Chair of Governors | Mr Ken Hopkins | 18.07.2008 |
| Vice Chair of Governors | Mrs Heidi Macdougall | 10.07.2008 |
| Chair of Audit Committee | Ms Michelle Balcombe | 06.10.2015 |
| Chair of Curriculum Committee | Mr James Miller | 26.09.2013 |
| Chair of Finance & Premises Committee | Mrs Shirley Tully | 01.10.2015 |
| Chair of Remuneration Committee | Mr Rob Doran | 06.12.2012 |
| Chair of Search Committee | Mrs Heidi Macdougall | 03.03.2016 |
| Chair of Staff & Students Committee | Mr Phil Tranter | 19.01.2016 |

SUMMARY OF STATUTORY AND REGULATORY REQUIREMENTS RELEVANT TO COLLEGE GOVERNING BODIES

Instrument and Articles of Government

Further education corporations were created by the Further and Higher Education Act 1992 (FHEA). The Instrument and Articles of Government were subsequently replaced in 2001, 2006, 2008 and 2012. The Apprenticeships, Skills, Children and Learners Act 2009 established Sixth Form Colleges Corporations, distinct from FE Corporations and regulated by DfE.

Prior to the Education Act 2011, the Instrument and Articles of Government gave the Corporation the power to amend the College's Instrument and Articles subject to the consent of the Secretary of State (FE Colleges) or YPLA, (now replaced by the EFA) (Sixth Form Colleges). This power was only used occasionally e.g. as a temporary measure in relation to mergers. The Act removed these powers from the Secretary of State/YPLA (now replaced by the EFA) and gave each Corporation the power to modify or replace the College's Instrument or Articles as it deems appropriate and necessary, subject to compliance with an amended Schedule 4 of FHEA. This prescribed the following items be included in the Instrument and Articles:

- Corporation: number of members, eligibility for membership, staff/student members, parent members (Sixth Form Colleges only) and appointment of members.
- Provision about the procedures of the Corporation and the College, in particular how the Corporation may resolve for its dissolution and transfer of its property, rights and liabilities.
- Provision for there to be a Chief Executive and Clerk.
- Respective responsibilities of the Corporation, Chief Executive and Clerk. The responsibilities of the Corporation must include: the determination and periodic review of the educational character and mission of the institution and the oversight of its activities; and the effective and efficient use of resources, the solvency of the institution and the Governing Body and the safeguarding of their assets.
- Requirement that the Corporation publishes arrangements for obtaining the views of staff/students on the matters for which the Corporation are responsible.
- Provision permitting the Corporation to change its name with the approval of the Secretary of State.
- Provision specifying how the Corporation may modify or replace the Instrument or Articles, with a prohibition that any such changes must not result in the College ceasing to be a charity.
- Provision for copies of the Instrument and Articles to be available to members of the public, staff and students.
- Provision for the authentication of the application of the College seal.