



## UNITED COLLEGES GROUP

### STANDING ORDERS

#### CONTENTS

Clause		Page
1	INTRODUCTION, INTERPRETATION AND CORPORATION POWERS AND RESPONSIBILITIES .....	2
2	MEMBERSHIP OF THE CORPORATION .....	3
3	ACCESS TO CORPORATION MEETINGS AND INFORMATION ACCESS TO CORPORATION MEETINGS .....	5
4	MEETING ORGANISATION .....	8
5	COMMITTEE TERMS OF REFERENCE .....	11
6	ACTION BY THE CHAIR .....	11
7	MEMBERS' SERVICES .....	11
8	PERFORMANCE, EVALUATION AND SELF ASSESSMENT .....	12
9	APPLICATION OF THE SEAL .....	13
10	SENIOR POSTHOLDER APPOINTMENTS .....	13
11	SENIOR POSTHOLDER DISMISSALS & THE SPECIAL COMMITTEE .....	13
12	DESIGNATED GOVERNORS WITH SPECIAL RESPONSIBILITY .....	14
13	AMENDMENTS TO THE STANDING ORDERS FOR THE CONDUCT OF MEETINGS AND RELATED ISSUES .....	15
14	DECLARATIONS OF INTEREST AND CONTINUED ELIGIBILITY.....	15



## 1. **INTRODUCTION, INTERPRETATION AND CORPORATION POWERS AND RESPONSIBILITIES**

### **Introduction**

- 1.1 This document has been produced by the Corporation of United Colleges Group for use by the Corporation and its Committees and lays down current policy with regard to the Corporation's accountability.
- 1.2 This document incorporates a number of previous Corporation decisions and amendments.
- 1.3 It should be noted that nothing in this document can override the Colleges Instrument and Articles of Government, laid down in Statutory Instruments called the "Education (Government of Further Education Corporations) (Former Further Education Colleges) Regulations 1992" by the Further and Higher Education Act 1992.

### **Interpretation**

- 1.4 In these Standing Orders "College" means the United Colleges Group, and "Member", "Committee", "Chair", "Principal" or "Chief Executive", "Clerk", and "Senior Officers" means respectively the Member, Committee, Chair, Principal or Chief Executive, Clerk of the Corporation, and employees of the Corporation holding senior management positions. The titles "Principal" and "Chief Executive" may be regarded as interchangeable in that they refer to one and the same post.
- 1.5 These standing orders apply equally to the Corporation, its Committees and any working party or subsidiary body to which Members may be appointed.

### **Corporation Powers and Responsibilities**

- 1.6 The Corporation has been granted powers by Sections 18 and 19 of the Further and Higher Education Act 1992.
- 1.7 Within these powers the Corporation has responsibilities for strategic policy, overall direction, approving the quality strategy and annual estimates of income and expenditure and monitoring performance of senior post holders given to it by Article 3(1) of its Articles of Government. The Articles also specify the role of the Principal (Chief Executive) to implement the Corporation's decisions, manage the College's affairs within the budgets and frameworks set by the Corporation and to determine the College's educational activities.
- 1.8 The Corporation has exercised its power given by Article 4 to delegate functions to Committees, and the Principal.
- 1.9 The following six responsibilities are of such importance that they cannot be delegated:



- 1.9.1 the determination of the educational character and mission of the institution;
  - 1.9.2 the approval of the annual estimates of income and expenditure;
  - 1.9.3 ensuring the solvency of the institution and the Corporation and the safeguarding of their assets;
  - 1.9.4 the appointment or dismissal of the Principal/Chief Executive or other senior postholder;
  - 1.9.5 the appointment of the Clerk (including where the Clerk is, or is to be, appointed as a member of staff the Clerk's appointment in the capacity as a member of staff); and
  - 1.9.6 the modification or revocation of the Articles of Government.
- 1.10 The Corporation may, from time to time, resolve to add other matters which must not be delegated to the above list.
- 1.11 As a condition of receiving public funds the Corporation and Principal have duties and responsibilities as set out in the College's Financial Memorandum and for the proper use of income derived from the providers of other public funds.
- 1.12 In complying with their obligations laid down by the Law and by the external demands placed upon public sector spending bodies the Chair and Members of the Corporation and its Committees will operate in accordance with these Standing Orders and shall receive advice regarding their interpretation from the Clerk.
- 1.13 If any Member is in any doubt as to the reliability of anything contained in these Standing Orders they should consult the Clerk and, if necessary, legal advice will be sought.

## 2. **MEMBERSHIP OF THE CORPORATION**

- 2.1 The Corporation will determine its membership from time to time having regard to the provisions of the Instrument of Government, the recommendations of the Search Committee and custom and practice.
- 2.2 Following the implementation of the 2007 modified Instruments and Articles, the Corporation resolved that the Board will comprise 18 members in the following categories:
- 2.2.1 External Governors (13)
  - 2.2.2 Staff Members (2)
  - 2.2.3 Student Members (2)



#### 2.2.4 Principal (1)

- 2.3 The Corporation endeavours to ensure that there is an appropriate balance of skills, experience, gender, ethnicity and disability amongst Members. This means that Members are drawn from a range of backgrounds. This reflects the recommendations of the Macpherson Inquiry.
- 2.4 The Corporation embraces the Nolan principles in its composition.
- 2.5 The Corporation has established a Code of Conduct for Members and all Members are obliged to sign a copy of this Code on appointment.
- 2.6 The Corporation has established a Search Committee which is responsible for monitoring the membership and for recommending new Members to the Corporation following consideration of nominations received. The Clerk advises the Search Committee in this respect.
- 2.7 Existing Members are to make known to the Clerk, at an early stage, if they are prepared to serve for a further period of office and wish to be considered by the Search Committee for reappointment.
- 2.8 Appointment of new Governors and reappointment of existing Governors shall be subject to the satisfactory completion of a Disclosure and Barring Service check, where this is required by the College and/or by law.
- 2.9 This process shall be facilitated by the Clerk in liaison with the College's HR specialists.
- 2.10 The Clerk maintains lists of Corporation Members, the Committees upon which they serve, their membership category, expiry date, and brief background. These lists are available for public information.
- 2.11 Membership of the committees will be reviewed on an annual basis by the Corporation.
- 2.12 The standard length of a term of office of a Governor, except for a student member, shall be 4 years, although the Corporation reserves the right, where considered appropriate, to appoint for a shorter period.
- 2.13 In accordance with the recommendations of the Nolan Committee, as a general rule Governors should not serve more than 2 consecutive terms in office (i.e. for a maximum period of 8 consecutive years). However, in recognition that a balance needs to be struck between retaining good existing members and ensuring a managed turnover to introduce new blood, this is not an absolute limit on the number of terms a Governor can serve. All re-appointments are made openly and on the basis of merit.
- 2.14 The term of office for the Chair and Vice Chair or Joint Vice Chairs (if so appointed by the Corporation) shall be one year. On the expiration of their terms of office they will be



eligible for re-appointment. The Principal, staff and student members are not eligible to serve as Chair or Vice Chair or to act as Chair or Vice Chair in their absence.

- 2.15 The Clerk will coordinate the election process for the positions of Chair and Vice Chair(s) as set out in Appendix 1, and will draw up the timetable for nominations.
- 2.16 The academic staff governor shall be elected and nominated by the teaching staff of the college through a process involving nominations to the Clerk to the Corporation who will organise a secret ballot in the event of more than one nomination.
- 2.17 The support staff governor shall be elected and nominated by the support staff of the College through a process involving nominations to the Clerk to the Corporation who will organise a secret ballot in the event of more than one nomination.
- 2.18 The student governors shall be nominated by the recognised college Student Council.
- 2.19 The Corporation may invite co-optees to serve on any committee except the Special Committee.
  - 2.19.1 Procedures for the recruitment of co-optees to a Committee shall be determined by the Search Committee.
  - 2.19.2 Procedure for the appointment and reappointment of co-optee members shall be that as for Governors as prescribed in points 2.6-2.11 of these standing orders
  - 2.19.3 Co-optee members of a committee may participate in discussion and the decision making process and are entitled to voting rights on the committee(s) to which they are appointed.
  - 2.19.4 Co-optee members may attend Corporation meetings. However they will not be entitled to participate in decision making nor entitled to voting rights and at times might be asked to withdraw.
- 2.20 The Chair of the Corporation may, where s/he considers the matter of sufficient urgency and importance, and on the recommendation of the Search and Governance Committee, appoint co-optees to a Committee except the special committee. Any such appointments shall be ratified by the Corporation at a Corporation meeting following the appointment of the co-optees by the Chair.
3. **ACCESS TO CORPORATION MEETINGS AND INFORMATION Access to Corporation Meetings**
  - 3.1 Only the Corporation Members and the Clerk and/or Assistant Clerk have a right to attend Corporation Meetings.



- 3.2 The Chief Executive may invite appropriate College Staff and others to assist with Corporation and Committee meetings, where appropriate in consultation with the Chair of the Corporation or Committee.
- 3.3 Meetings of the Corporation are not generally open to the public. However, in October 2008 the Corporation resolved to select a number of Governing Body meetings each academic year as open to members of the public. The decision as to which Governing Body meeting or meetings will be open to public access will be made by the Corporation at the beginning of each academic year and the Corporation reserves the right to retain some items of business as confidential and ask members of the public to withdraw for all confidential items. All meetings of the Committees will not be open to the public.
- 3.4 Any question whether any person who is not a Member of, or Clerk to, the Corporation should be allowed to attend a meeting of the Corporation shall be determined by the Corporation, or by the Committee in the case of a Committee (Clause 16, Instrument of Government) with reference to the Corporation's Policy on Public Access to Meetings.
- 3.5 Any person wishing to attend a meeting in the capacity of an observer must give at least five working days written notice to the Clerk so that such a request may be placed on the agenda for the meeting, if appropriate.
- 3.6 In the event of a member of the public or press having been given observer status at a meeting of the Corporation or one of its Committees, the Chair will stress that certain items of business may be regarded as confidential. In such cases the person will be required to withdraw from the meeting. If practicable an indication of this should be given at an early stage.
- 3.7 Unless specifically invited to do so, members of the public and the press do not have speaking rights at any time during a meeting and if they cause any form of disruption the Chair has the authority to suspend the meeting. When it is possible to reconvene the meeting, the Corporation or Committee will consider the withdrawal of the offending person's invitation to attend. The decision of the Corporation or Committee in such matters is final.

### **Access to Information**

- 3.8 Information about the College is generally available to staff, students and the public upon request. In particular the documents listed in the College's Publication Scheme are readily available for inspection.
- 3.9 Any person wishing to inspect the documents contained in the Publication Scheme may do so by making an appointment with the office of the Clerk to the Corporation where the information can be inspected from 9.00 am to 4.30 p.m. Monday to Friday. Telephone enquiries relating to such access should be made to the Clerk's office (020 7258 2952).



- 3.10 Copies of some of these documents are available free of charge others are available for inspection only or copies will be provided at a small charge in accordance with the College's Freedom of Information Policy.
- 3.11 A copy of the Instrument and Articles of Government shall be given free of charge to every member of the Corporation and at a charge not exceeding the cost of copying or free of charge to any other person who so requests a copy, and shall be available for inspection at the College upon request to the Clerk to the Corporation during normal office hours to every member of staff and every student.
- 3.12 Agendas and approved minutes of Corporation and Committee meetings will also be lodged in the Learning Centres and will also be placed on the staff sharepoint. The only exceptions to this are in the case of minutes and papers deemed by the Corporation or Committee to be confidential. Agendas shall be available for inspection as soon as the Governors have received them, and before the meeting. Minutes shall be available after approval by the Chair. Non-confidential papers considered at a meeting shall be made available after the meeting on request.
- 3.13 Minutes of Governing Body meetings are published on the College's website. Minutes will be published one term in arrears once they have been confirmed by the Corporation and signed by the Chair of Governors.
- 3.14 Minutes of Committee meetings are published on the College's website. Minutes will be published one term in arrears once they have been confirmed by the Committee and signed by the Committee Chair.
- 3.15 Papers and minutes which have been deemed by the Corporation to be confidential will be reviewed on a regular basis and the Corporation shall make any such material available for inspection where it is satisfied that the reason for dealing with the matter on a confidential basis no longer applies, or where it considers that the public interest in disclosure outweighs the reason.
- 3.16 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 below would normally be withheld:
- 3.16.1 Personal information relating to an individual;
  - 3.16.2 Information provided in confidence by a third party who has not authorised its disclosure;
  - 3.16.3 Financial or other information relating to procurement decisions, including that relating to the College negotiating position;
  - 3.16.4 Information relating to negotiating position of the College in industrial relations matters;

- 3.16.5 Information relating to the financial position of the College, where disclosure might harm the College or its competitive position, and commercially sensitive matters;
  - 3.16.6 Legal advice received from or instructions given to the College legal advisors;
  - 3.16.7 Information planned for publication in advance of that publication;
  - 3.16.8 Private addresses and telephone numbers of Corporation Members.
- 3.17 If a request for information is turned down on the grounds of confidentiality, the College will give the reason for denying access.
- 3.18 The address of the office of the Clerk to the Corporation is as follows:

Clerk to the Corporation  
City of Westminster College  
Paddington Green Campus  
Paddington Green  
London W2 1NB

- 3.19 Any person wishing to write to Members of the Corporation may do so by providing the Clerk to the Corporation with sufficient copies of any documentation. Normally no charge will be made for postage for forwarding a document to Members.
- 3.20 The College has established a procedure for dealing with complaints published in its Charter. Copies of the procedure can be obtained from the Principal's office.

#### 4. **MEETING ORGANISATION**

- 4.1 A schedule of meetings for the forthcoming year is produced by the Clerk and approved by the Corporation. Once the schedule has been approved dates are only altered in exceptional circumstances by agreement with the Chair. The agenda and written notice of meetings will normally be dispatched seven days prior to the meeting date.
- 4.2 Additional meetings and meetings of Committees and Working Groups are arranged as and when the need arises and are convened by the Clerk. At least seven days written notice will normally be given. The exception would be if to delay a decision for this period would disadvantage the College and the issue in question could not reasonably be taken by the Chair acting on behalf of the Corporation (see Section 6).
- 4.3 The duration of meetings shall not normally exceed 2 hours. If the meeting reaches 2 hours, Members will be asked:
- 4.3.1 whether to agree a short extension;
  - 4.3.2 to consider deferring business to the next scheduled meeting or other appropriate body;



- 4.3.3 to agree to a Special meeting;
- 4.3.4 whether an adjournment is possible
- 4.4 Any individual Governor may request that an item be included on the agenda of the Corporation or a Committee; items should normally be submitted to the Clerk at least 10 working days before the date of the meeting. The Clerk shall notify the relevant Executive Officer and the relevant Chair of Committee or the Chair of the Corporation of any items proposed through this route before the agenda is finalised. The Chair of the Corporation or the Chair of the Committee shall make the final decision as to inclusion of any item on the agenda.
- 4.5 The agenda for meetings of the Corporation and Committees will be determined in consultation between the Principal, the Clerk and the relevant Chair.
- 4.6 A decision of the Corporation or Committee may be made only on a matter which is appropriate to the powers of the Corporation or Committee and the agenda item concerned.
- 4.7 Every question to be decided at a meeting of the Corporation shall be determined by a simple majority of the votes of the Members present and voting on the question. It is often the case, however, that the Members present are clearly unanimous and that it is not necessary to conduct a vote. A Member may not vote by proxy.
- 4.8 Where there is an equal division of votes the Chair shall have a second or casting vote.
- 4.9 With the exception of written resolutions, the normal way of voting will be by a show of hands. A secret ballot may take place if the majority of the members present who are entitled to vote on a particular issue, consider it necessary. In the case of a member attending the meeting by telephone conference, a vote may be cast by an oral statement to the Chair.
- 4.10 No resolution (decision) by the Corporation or a Committee may be rescinded or varied at a subsequent meeting unless consideration of the rescission or variation is a specific item of business on the agenda for that meeting.
- 4.11 The Clerk will, at the commencement of each meeting, state which Members have submitted apologies for absence and advise whether the meeting is quorate.
- 4.12 The quorum for the Corporation is determined by Clause 13 of the Instrument of Government as 40% of appointed members. In the case of Committees and Working Groups the quorum shall be 50% (rounded up to the nearest whole number) of the current Membership.



- 4.13 Draft Minutes of meetings will be produced by the Clerk. Draft Minutes are confidential to those Members and Officers who were present, until such time as they have been either formally approved, or "approved as draft" by the Chair.
- 4.14 The Clerk will aim to circulate a "first draft" of the Minutes of each meeting to those who were present as soon as possible, but usually within two weeks of the meeting.
- 4.15 Any dispute regarding the accuracy of the Minutes will be settled by the resolution made at the next meeting of the relevant body under the agenda item "Minutes".
- 4.16 Staff governors and where applicable, the Clerk and Principal and any other attendees must withdraw from any part of a meeting which is discussing their own personal remuneration, conditions of service, promotion, conduct, suspension, dismissal or retirement.
- 4.17 Staff governors must withdraw from any part of a meeting which is discussing pay or conditions of service of all members of staff, or all members of staff in a particular class, where the member of staff is acting as a representative of all members of staff or the particular class of staff (whether or not on behalf of a recognised trade union).
- 4.18 At the discretion of governors present, staff governors may be asked to withdraw when discussing the appointment, remuneration, conditions of service, promotion, conduct, suspension dismissal or retirement of any member of staff senior to themselves or their successor.
- 4.19 A student governor shall withdraw from any discussion of their own conduct, suspension or dismissal and may be required to withdraw from discussion concerning the appointment, remuneration, conditions of service, promotion, conduct, suspension, dismissal or retirement of a member or prospective member of staff.
- 4.20 A student member who is under the age of 18 shall not vote at a meeting on any question concerning any proposal for the expenditure of money by the Corporation or under which the Corporation, or any members of the Corporation, would incur any debt or liability.
- 4.21 At the discretion of governors present the student governors and co-optee members (non- Governors) may be asked to withdraw from any discussion which may be of a sensitive commercial nature.
- 4.22 If the Clerk withdraws from a meeting, or part of a meeting, the Corporation shall appoint a person from among themselves to act as the Clerk during this absence.
- 4.23 Separate minutes shall be taken of those parts of meetings from which the Principal, Clerk, staff or student members have withdrawn. The Principal, Clerk, staff, or student members shall not be entitled to see the minute(s) or any papers relating to that part of the meeting from which they were required to withdraw.



## 5. **COMMITTEE TERMS OF REFERENCE**

- 5.1 Each and every Committee of the Corporation shall have terms of reference which are approved by the Corporation and specify the delegated responsibilities given to each Committee. The Clerk will monitor conformity and may, from time to time, suggest that amendments be made. In addition, the Clerk will arrange for each standing Committee to review its terms of reference annually. The Corporation must approve all amendments.
- 5.2 The terms of reference for all Committees are controlled and monitored by the Clerk.

## 6. **ACTION BY THE CHAIR**

- 6.1 The Chair, or in the absence of the Chair and subject to paragraph 6.4 the Vice Chair, has authority, in consultation with the Clerk, to act on behalf of the Corporation in dealing with routine matters in pursuance of policies and decisions already agreed by the Corporation or relevant Committee.
- 6.2 The Chair, or in the absence of the Chair and subject to paragraph 6.4 the Vice Chair, may also in exceptional circumstances take action in relation to more significant matters which are judged too urgent to await a meeting of Members and where to delay a decision would disadvantage the College.
- 6.3 In all such cases, the action taken will be recorded by the Clerk and reported to the next meeting of the Corporation or relevant Committee.
- 6.4 Where there are joint Vice Chairs appointed the Vice Chair who has authority to deal with routine matters in pursuance of policies and decisions already agreed by the Corporation or relevant committee as set out in paragraph 6.1 or who has authority in exceptional circumstances to take action in relation to significant matters which are judged too urgent to await a meeting of Members and where to delay a decision would disadvantage the College as set out in paragraph 6.2 shall be the Vice Chair who chairs the committee within whose terms of reference that routine or urgent matter would fall. If the matter at hand does not fall within any such committee terms of reference, the Vice Chair that has served as Vice Chair for the longest period shall have such authority under paragraph 6.1 or 6.2, and if both Vice Chairs have served for the same duration, the Vice Chair that has served on the Corporation for the longest period shall have such authority.

## 7. **MEMBERS' SERVICES**

- 7.1 Attendance allowances will not be available to Members of the Corporation (i.e. a payment for attending meetings).
- 7.2 Reasonable out of pocket expenses such as travel, subsistence and the cost of child care fees which are incurred as a result of attending a meeting will be available to Members

of the Corporation, as will any expenses that are incurred by a Member who is involved in any activity, function, or event, provided that their involvement was formally approved by the Chair.

- 7.3 To claim reimbursement of approved costs and expenses Members must complete the appropriate form which is available from the Clerk to the Corporation.
- 7.4 Members are encouraged to participate in seminars, conferences and training programmes offered by a variety of organisations. Details are sent directly to Members or are brought to meetings and the Clerk makes the necessary booking arrangements on behalf of Members. If a Member expresses a wish to attend any other training event the Clerk, upon request, will give appropriate support. The clerk will maintain a record of such attendances and produce an annual report for the Corporation.
- 7.5 At the beginning of each new Member's period of office the Clerk arranges induction sessions with the Chair and the executive team members.
- 7.6 Corporation Members have the right to take advice from the Corporation's advisers; or if necessary, at the Corporation's expense, independent advisers on any matter concerning the exercise of their powers and responsibilities. Such advice shall exclude matters concerning their own respective personal interests in relation to the Corporation.
- 7.7 A Member seeking advice must give written notice to the Clerk who will copy it to the Chair and Chief Executive. The notice must summarise the issues and in the case of a request for independent advice a short explanation of why consultation with the Corporation's advisers is considered appropriate. The Chair, in consultation with the Chief Executive, has the authority to determine whether the request for advice and the financial cost of seeking such advice is reasonable.
- 7.8 Governors' and Officers' insurance cover is arranged and paid for by the College to protect Members in the event of them making an error or committing an omission in good faith, which causes a financial loss to a third party who then seeks compensation.
- 7.9 The Corporation approved a public interest disclosure ('whistleblowing') procedure in April 2000. The Clerk, as Lead Assessor under the procedure, will produce an annual report to the Audit Committee on the use of the procedure. The Audit Committee will then include this information in a report to the Corporation.

## 8. **PERFORMANCE, EVALUATION AND SELF ASSESSMENT**

- 8.1 The Corporation will monitor and evaluate its own performance using self-assessment techniques. Records of such assessment will be held by the Clerk and will be used for the purpose of preparing reports for the Corporation and to identify training needs.



8.2 Mechanisms for performance, evaluation and self-assessment will be developed and recommended to the Corporation by the Quality, Standards & Student Affairs Committee, in accordance with its terms of reference.

## 9. **APPLICATION OF THE SEAL**

9.1 The Clerk is the keeper of the seal.

9.2 The application of the seal of the Corporation shall be authenticated by the signature of either the Chair or the Principal authorised generally or specifically by the Corporation to act for that purpose, together with the signature of the Clerk.

9.3 The Clerk shall keep a record of the details of the application of the seal for reporting to the Corporation for information.

## 10. **SENIOR POSTHOLDER APPOINTMENTS**

10.1 The Corporation is responsible for the recruitment and terms and conditions of the Principal and other designated senior postholders.

10.2 When a senior postholder post becomes vacant the Corporation shall determine the salary and terms and conditions of the vacant post, having received advice from the Remuneration Committee. A selection panel will be appointed comprising at least three members of the Corporation, plus the Principal (except where the Principal's post is being considered) where a panel of five members is required.

10.3 Where the Corporation determines that it will place a national advert, the selection panel shall agree the text of an advertisement and arrange for this to be placed in the national press.

10.4 The selection panel shall determine the arrangements for selecting applicants for interview, undertake the interviews of selected applicants and make a recommendation on appointment to the Corporation.

10.5 If the selection panel is unable to agree on a recommended appointment, or, if the Corporation does not agree the recommendation, the Corporation may require the panel to repeat the process.

## 11. **SENIOR POSTHOLDER DISMISSALS & THE SPECIAL COMMITTEE**

11.1 If the Chair or in the absence of the Chair the Vice Chair, or a majority of the members of the Corporation, consider that it may be appropriate for the Corporation to dismiss the holder of a senior post, then the Chair, Vice Chair or Corporation as appropriate shall refer the matter to a Special Committee of the Corporation which shall be convened as soon as practicable to examine and determine the case for dismissal.

- 11.2 The Special Committee shall consist of at least three members of the Corporation. The Chair, Vice Chair, the Principal and the staff and student members shall not be eligible for membership of the Special Committee. The Special Committee shall hold its first meeting within seven days of being convened.
- 11.3 The senior postholder shall have the right of appeal to the Corporation against the decision of the Special Committee and must do so in writing within fourteen days of receipt of that decision. No members of the Special Committee shall attend the meeting of the Corporation where the appeal is heard.
- 11.4 The Chair or in the absence of the Chair the Vice Chair may dismiss the holder of a senior post with immediate effect, without any need for prior notice and without referral to the Special Committee, where the circumstances are such that the Chair or in the absence of the Chair the Vice Chair is entitled to do so by reason of the serious or gross misconduct of the senior post holder. The Chair or Vice Chair, as appropriate, shall provide the senior postholder with a written statement of the alleged misconduct which has led to the dismissal.
- 11.5 Where a senior postholder has been dismissed as set out in 12.4, the senior postholder shall have the right of appeal in writing to the Corporation within fourteen days of receiving the written statement. The Corporation shall invite the senior postholder to attend a meeting as soon as reasonably practicable after receipt of notification of appeal to determine the appeal, having taken any representations into account. The Chair or Vice Chair, as appropriate, shall not attend the meeting of the Corporation.
12. **DESIGNATED GOVERNORS WITH SPECIAL RESPONSIBILITY**
- 12.1 The Corporation shall appoint designated governors to have special responsibility for certain areas of Corporation business to include Health & Safety, Safeguarding and Equality & Diversity. These are also referred to as 'Governing Body Champions'.
- 12.2 Designated governors will be responsible for liaising with the Principal and Executive Officers over matters relevant to their area of special responsibility, including:
- 12.2.1 Ensuring that the College has policies and procedures which are consistent with statutory requirements and any current areas of good practice.
- 12.2.2 Ensuring that the Governing Body is informed of how the College and its staff have complied with the policies and procedures, including but not limited to a report on the training that staff have undertaken in the relevant area.
- 12.3 The designated governors will meet termly with the Executive Officer with lead responsibility and the Clerk to the Corporation shall attend to record the meetings. Designated governors will be invited attend relevant committee meetings or working groups of relevance to their area of special responsibility and will receive all papers and minutes of such committee meetings.



12.4 To assist in these duties, designated governors shall receive appropriate training and support to be arranged by the Clerk to the Corporation and the Executive Officer with lead responsibility.

13. **AMENDMENTS TO THE STANDING ORDERS FOR THE CONDUCT OF MEETINGS AND RELATED ISSUES**

13.1 The Clerk will be required to keep under continuous review the provisions of this document with the intention of suggesting to the Corporation improvements/amendments to meet changed circumstances.

13.2 Individual Members of the Corporation may wish to suggest to the Clerk improvements/amendments to this document. Points raised will be the subject of a report to the next convenient meeting of the Corporation so that a decision may be made.

13.3 Any amendments to the text of the document will require the approval of the Corporation unless they are covered directly or indirectly by statute in which case such changes will be acted upon without delay.

14. **DECLARATIONS OF INTEREST AND CONTINUED ELIGIBILITY**

14.1 In accordance with clause 11 of the *Instrument of Government*, all Members of the Corporation, together with the designated holders of Senior Posts and certain other key postholders, shall be required each year to sign a *Declaration of Interest*. It shall be the duty of every Member to advise the Clerk, at the earliest opportunity, of any change in his or her circumstances which may have a bearing upon such a *Declaration* and, as appropriate, to complete a new *Declaration*.

14.2 A register containing Members', Senior Postholders' and others' *Declarations of Interest* shall be available within the College and may be inspected by any member of the public upon application to the Clerk.

14.3 To give effect to paragraph 8 of the *Instrument of Government*, all Members of the Corporation shall be required each year to sign a *Declaration of Continued Eligibility*. It shall be the duty of every Member to advise the Clerk, at the earliest opportunity, of any change in his or her circumstances which may have a bearing upon such a *Declaration* and, as appropriate, to complete a new *Declaration* or, if no longer eligible, to resign from office

## **APPENDIX I**

### **Procedures for the election of Chair and of Vice Chair**

1. Neither the Principal nor any staff or student member shall be eligible to be appointed Chair or Vice-Chair – Instrument 6(2)
2. The election shall take place at the last Governing Body meeting of the academic year for a period of office to run from 1 August to 31 July, i.e. for the subsequent academic year.
3. Not less than 21 days before the Governing Body meeting at which the election will take place, the Clerk shall send each Governor a Nomination Form for the election of the Chair and Vice- Chair(s), with a covering letter explaining the procedures to be followed. Nominations should be approved by the nominee and signed by two members.
4. Nominations for the posts of Chair and Vice Chair(s) may be made in writing on the form supplied., After the closing date for written nominations, the Clerk shall prepare and circulate to all Governors a list of those Governors nominated for the posts of Chair and Vice Chair.
  - 4.1 If no such nominations are received by the date specified for the receipt of written nominations, the Clerk will ask Governors who are interested in standing for the position of Chair or Vice-Chair(s) to express their interest to the Clerk by a specified date;
  - 4.2 The Clerk will then notify Governors of the expressions of interest received and invite them to nominate an interested party should they wish to do so by a specified date; and
  - 4.3 the names of nominated governors will be circulated by the Clerk in advance of the Governing Body meeting at which the Chair or Vice Chair(s) are to be elected
5. The election shall be by means of secret ballot.
6. The Clerk shall prepare ballot papers to be issued to each Governor at the Governing Body during which the election is to take place.
7. The Clerk shall act as Returning Officer.
8. A majority of votes of those present is required for a candidate to be successfully appointed. If the number of candidates is such that no candidate achieves an overall majority, the candidate with the fewest votes will be required to stand down and a further ballot shall take place between the remaining candidates. This process shall be repeated until a candidate achieves an overall majority of the votes of those present.
9. If there is a tied vote, a further ballot shall take place between the tied candidates.



Approved 5 July 2017