

# **HARTLEPOOL COLLEGE OF FURTHER EDUCATION**

## **STANDING ORDERS**

**AMENDED AND APPROVED October 2021**

Hartlepool College of Further Education  
Standing Orders Contents

- 1 The Corporation
  - 1.1 Meetings
  - 1.2 Quorum
  - 1.3 Order of Business
  - 1.4 Minutes
  - 1.5 Membership of the Corporation
  - 1.6 Appointment of Chair and Vice-Chair
  - 1.7 Minutes of Committees
  - 1.8 Voting
  - 1.9 Voting on Appointment
  - 1.10 Disorderly Conduct
  - 1.11 Determination of Membership
  - 1.12 Members not to have a financial interest in the Institution
  - 1.13 Public Access to Meetings
  - 1.14 Publication of Minutes and Papers
  - 1.15 Provision for written resolutions
  - 1.16 Electronic/telephone meetings
  - 1.17 Scanned signatures and Docusign
  
- 2 Committees of the Corporation
  - 2.1 Appointment of Committees
  - 2.2 Membership of Committees
  - 2.3 Attendance of Members at other Committee Meetings
  - 2.4 Election of Chair
  - 2.5 Meetings of Committees
  - 2.6 Quorum of Committees
  - 2.7 Minutes of Committees
  - 2.8 Co-opted Members of Committees and Sub-Committees
  
- 3 Records of Attendance at Meetings of the Corporation and its -Committees
  
- 4 Agendas for Meetings
  
- 5 The Corporation Seal
  
- 6 The Register of Interests
  
- 7 Training Policy for Members of the Corporation and the Clerk to the Corporation
  
- 8 Liability and Indemnity Cover for Members of the Corporation and Clerk to the Corporation
  
- 9 Code of Conduct
  
- 10 Anti-Fraud Policy and Whistleblowing Policy
  
- 11 The Clerk to the Corporation
  
- 12 Governors Expenses
  
- External appointments of Senior Postholders

13 Amendments to Standing Orders

Appendix 1	Clerk to the Corporation – Job Description/Person Specification
Appendix 2	Induction, Training and Succession Planning Student Appeals Procedure
Appendix 3	Chairman's Role Description
Appendix 4	Governor's Role Description

**Standing Orders for the Conduct of the Corporation and Committee Meetings. (To be read in conjunction with the Instrument and Articles of Government and the Governance Quality Assurance Policies and Procedures-all of which are on Sharepoint or can be obtained from the Clerk)**

**1. The Corporation**

**1.1. Meetings**

- 1.1.1. The date, time and place of meetings shall be determined by the Chair.
- 1.1.2. Meetings for the Corporation and its Committees will be established in advance of the academic year.
- 1.1.3. The Corporation shall meet at least once in every term, and shall hold other such meetings as may be necessary.
- 1.1.4. All meetings shall be summoned by the Clerk to the Corporation, who shall send to the members written notice of the meeting and a copy of the agenda therefore at least seven clear days in advance of the meeting.
- 1.1.5. A special meeting of the corporation may be called at any time by the Chair or at the request in writing of any five members. Where the Chair or, in his/her absence, the Vice-Chair so directs on the ground that there are matters demanding urgent consideration, it shall be sufficient if the written notice convening the meeting and the agenda therefore are given within such period, being less than seven days, as he/she specifies.
- 1.1.6. Members of the Corporation shall not be bound in their speaking and voting by mandates given to them by other bodies or persons.
- 1.1.7. The Chairman has delegated authority, after consulting with the Vice Chairman and Principal, to take decisions between meetings on behalf of the Board, in order to expedite the business of the College. Any decisions taken will be reported to and recorded at the next meeting of the board.

**1.2. Quorum**

- 1.2.1. Meetings of the Corporation shall be quorate if 40% or more of the actual membership numbers are present i.e. vacancies are not included in the calculation
- 1.2.2. If the number of members assembled for a meeting of the Corporation does not constitute a quorum, the meeting shall not be held. If in the course of a meeting of the Corporation, the number of members present ceased to constitute a quorum, the meeting shall be terminated immediately.
- 1.2.3. If for lack of quorum a meeting cannot be held or, as the case may be, cannot continue, the Chair shall, if he/she thinks fit, cause a special meeting to be summoned as soon as may be convenient.

**1.3. Order of Business**

Business shall be taken in the order it appears on agenda for the meeting except that the order may be varied by the decision of the members present at the meeting.

#### 1.4. **Minutes**

- 1.4.1. At every meeting of the Corporation the minutes of the last meeting shall be taken as the first substantial agenda item, except in cases where the members present decide otherwise by agreement with the Chair, and, if agreed to be accurate, shall be signed as a true record.
- 1.4.2. Separate minutes shall be taken of those parts of meetings from which the Principal, the Clerk, staff or student members have withdrawn. Those who have withdrawn from a meeting in accordance with Instrument 14(5), (6), (8), (9) or (10) of the Instrument of Government shall not be entitled to see the minutes of that part of the meeting.
- 1.4.3. Where the next meeting of the Corporation is an extraordinary or special meeting, the next following meeting shall be treated as a suitable meeting for the purposes of signing of minutes.

#### 1.5. **Membership of the Corporation**

The membership of the Corporation will be determined from time to time by the Corporation having regard to, as appropriate, the provisions of the Instrument of Government and the recommendations of the Search Committee.

**THE MEMBERSHIP AS DETERMINED AT THE BOARD MEETING ON 7 DECEMBER 2017 IS A MINIMUM OF 10 MEMBERS AND A MAXIMUM OF 20 AND THAT THE IDEAL COMPOSITION WOULD BE:-**

**THE PRINCIPAL**

**Up to 4 STUDENT MEMBERS (see below)**

**2 STAFF MEMBERS (1 ACADEMIC: 1 SUPPORT)**

**7 OR MORE EXTERNAL MEMBERS**

It is the wish of the Corporation that membership should be a balanced representation of the Hartlepool community. The board is positively committed to equality, diversity and integration and therefore it will seek to include representation from ethnic minorities, disabled persons and diverse social backgrounds. The final composition should fulfil the necessary balance of skills and expertise required by the Board to support the executive of the College in the achievement of the Corporation's policies.

Each member of the Corporation (with the exception of student members who will be elected on an annual basis) will serve for a period of four years, or less if decided by the Corporation (and see 1.11.3). Student Governors will, subject to fulfilling the required criteria, be nominated and elected by their fellow students for approval by the governing body.

At the board meeting on 14.10.21 it was agreed to alter the I&A to allow up to four student governors with preference for at least one to be an HE student.

If individuals leave the Board, including when standing for re-election, then the Corporation, operating within the Articles and Instruments governing the Corporation, will determine the replacement after taking into account the advice and recommendations of the Search Committee.

#### 1.6. **Appointment of Chair and Vice-Chair**

- 1.6.1. The instrument of Government provides for the Corporation to appoint a Chair and Vice-Chair from among their number.

- 1.6.2. The Principal and any staff or student member shall not be eligible to be appointed Chair or Vice-Chair.
- 1.6.3. The Chair or Vice Chair shall hold office for such period as the Corporation may determine.
- 1.6.4. If both the Chair and Vice-Chair are absent from any meeting of the Corporation, the members present shall choose one of their number to act as Chair for that meeting, provided that the member chosen shall not be the Principal or a staff or student member.
- 1.6.5. The Chair and Vice-Chair may at any time by notice in writing to the Clerk to the Corporation resign their respective offices.
- 1.6.6. If at any time the Corporation is satisfied that the Chair or Vice-Chair is unable or unfit to discharge the functions of Chair or Vice-Chair (as the case may be) the Corporation may by notice in writing to the Chair or Vice-Chair remove the post-holder from office and thereupon the office shall be vacant.
- 1.6.7. At the last meeting before the expiry of the term of office of the Chair or the Vice-Chair, or at the first meeting following the resignation or removal from office of the Chair or the Vice-Chair, the members shall appoint a new Chair or Vice-Chair, as the case may be, from among their number.
- 1.6.8. Chairs and Vice-Chairs retiring at the end of their respective terms of office shall be eligible for reappointment.(and see 1.9 re Voting on appointment)

#### 1.7. **Minutes of Committees**

At every meeting of the Corporation other than a special meeting and subject to timing there shall be reported those minutes yet to be approved and those minutes approved by committee chairs as a true record of committees which have met since the previous Corporation meeting.

#### 1.8. **Voting**

- 1.8.1. Every question to be decided at a meeting of the Corporation shall be determined by a majority of votes of the members present and voting on the question. Where there is an equal division of votes the Chair of the meeting shall have a second or casting vote.
- 1.8.2. A member may not vote by proxy.
- 1.8.3. No resolution of the members 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.
- 1.8.4. representations about staff discipline and dismissal), a member of the Corporation who is a member of the staff of the institution, including the Principal, shall withdraw:-
  - from that part of any meeting of the Corporation, or any of its committees, at which staff matters relating solely to that member of the staff, as distinct from staff matters relating to all members of staff in a particular class, are to be considered;;
  - from that part of any meeting of the Corporation, or any of its committees, at which that member's reappointment or the appointment of that member's successor is to be considered from that part of the meeting of the Corporation, or any of its committees, at which the matter under consideration concerns the 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 (whether or not on behalf of a recognised trade union) of all members of staff or the class of staff (as the case may be);and

- if so required by a resolution of the other members present, from the part of any meeting of the Corporation or any of its committees, at which the staff matters relating to any member of staff holding a post senior to that member's are to be considered, except those relating to the pay and conditions of all staff or all staff in a particular class.

1.8.5. Subject to paragraph 1.8.4, a Principal who has chosen not to be a member of the Corporation shall be entitled to attend and speak at all meetings of the Corporation.

1.8.6. A student member who is under the age of 18 shall not vote 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 enter into any contract; or would incur any debt or liability (whether immediate, contingent or otherwise).

1.8.7. Except as provided by rules made under the Articles of Government relating to appeals and representations by students in disciplinary cases, a student member shall withdraw from the part of any meeting of the Corporation at which his/her conduct, suspension or expulsion is to be considered.

1.8.8. In any case where the Corporation are to discuss the appointment, remuneration, conditions of service, promotion, conduct, suspension, dismissal or retirement of a member or prospective member of the staff of the institution, a student member shall;

- take no part in the consideration or discussion of the matter in question and not vote on any question with respect to the matter, and
- where required to do so by any one member of the Corporation present at the meeting, withdraw from the meeting.

## 1.9. **Voting on Appointment**

Where three or more persons are nominated for any position as member, Chair, or Vice-Chair of the Corporation and there is not a majority in favour of one person, the person having the least number of votes shall be disregarded and a fresh vote taken and so on until there is a majority in favour of one person.

## 1.10. **Disorderly Conduct**

1.10.1. If any member in the opinion of the Chair notified to the meeting misconducts themselves by persistently disregarding the ruling of the Chair or by behaving improperly or offensively or by obstructing the business of the meeting, the Chair or any other member may move 'that the member named be not further heard' and the motion if seconded shall be put and determined without discussion.

1.10.2. If anyone interrupts a meeting the Chair may warn them and if the interruption continues the Chair may order their removal. In the case of a general disturbance in any part of the place in which is held a meeting the Chair may order that part to be cleared.

1.10.3. The Chair, in the event of disturbance interfering with the orderly dispatch of business, may adjourn or suspend the meeting for such period as he/she considers appropriate.

**1.11. Determination of Membership**

- 1.11.1. A member may at any time by notice in writing to the Clerk to the Corporation resign his/her office.
- 1.11.2. If at any time the Corporation are satisfied that any member is unable or unfit to discharge the functions of a member, the corporation may by notice in writing to that member remove the member from office and thereupon the office shall become vacant.
- 1.11.3. Any member who is a member by virtue of being a member of the staff (including the Principal) or a student of the institution shall cease to be a member if he ceased to be a member of the staff or a student of the institution and thereupon the office shall become vacant.

**1.12. Members not to have a financial interest in the Institution**

- 1.12.1. Except with the approval in writing of the Secretary of State no member shall take or hold any interest in any property held or used for the purpose of the institution, or receive any remuneration for their services as a member, provided that a member who is a member of the staff of the institution (including the Principal) may receive remuneration in that capacity.

- 1.12.2. A member who has financial interest in:

- the supply of work or goods to or for the purposes of the institution;
- any contract or proposed contract concerning the institution; or
- any other matter relating to the institution

and is present at a meeting of the Corporation at which the supply, contract or other matter is to be considered, shall at the meeting disclose the fact and shall not take part in the consideration or vote on any question with respect to it and shall not be counted in the quorum present at the meeting in relation to a resolution on which he/she is not entitled to vote.

- 1.12.3. This clause shall not prevent the members of the Corporation considering and voting upon proposals for the Corporation to insure the members of the Corporation against liabilities incurred by them arising out of their office or the Corporation obtaining such insurance and paying the premiums.
- 1.12.4. Where a member has declared an interest at a meeting, left the meeting, and has chosen to remain within easy reach, that member shall be recalled before any further business is begun.

**1.13. Public Access to Meetings**

At the meeting held on 13 March 2008 the Corporation determined "Members of the public may only attend meetings or committee meetings of the Corporation with the express permission of the full Board. Potential members of the Board, having been recommended by Search Committee, may be invited to attend Board meetings as an Observer subject to the agreement of the Board but may not speak unless permitted to do so by the Chairman. Any member of the Board may attend any committee meetings as an Observer but may not speak unless permitted to do so by the Chairman of the meeting.'

**1.14. Publication of Minutes and Papers**

- 1.14.1. Subject to paragraph 1.14.2, the Corporation shall ensure that a copy of:
- the agenda for every meeting of the Corporation;
  - the draft minutes of every such meeting, if they have been approved by the Chair of the meeting;
  - the signed minutes of every such meeting; and
  - any report, document or other paper considered at any such meeting,

shall, in each case as soon as may be, made available during normal office hours at the institution to any person wishing to inspect them.

All minutes, when approved at the following meeting and signed by the Chairman, subject to confidentiality, will be published on the College website.

- 1.14.2. There may be excluded from any item required to be made available in pursuance of paragraph 1.14.1 any material relating to:
- a named person employed at or proposed to be employed at the institution;
  - the Clerk
  - a named student at, or candidate for admission to, the institution; and
  - any matter which, by reason of its nature, the Corporation are satisfied should be dealt with on a confidential basis. The Clerk will maintain a file titled Confidential Information which will be kept with the minute books. When Confidential Minutes of supporting papers in respect of Board or Committee meetings are withheld in accordance with the above Clauses 1.14.1 and 1.14.2 they shall be annotated with the date of the meeting at which they were withheld and kept on the File. The Clerk, will in conjunction with the Chairman and Principal, review the file at least once a quarter and as soon as information is no longer deemed to be confidential it will be made available to the public in the same way as non confidential items. Confidential items which will always remain confidential, eg a disciplinary report with named individuals will be marked "Hold Indefinitely"

## 1.15 **Written Resolutions**

The board and its committees are allowed, subject each time to approval by the relevant Chairman, to pass resolutions by email, provided that such resolutions are agreed by all members of the board or of the relevant committee. Members can show their agreement electronically by replying to the email so no signatures are required. The following issues cannot be resolved electronically:-

- Appointment/Removal of a Senior Post Holder
- Removal of a Board/Committee member
- Removal of an Auditor

## 1.16 **Electronic and telephone meetings**

At their discretion the Governors may hold a meeting of the Governing Body or any of its committees by telephone, videoconference or any other electronic means, provided that written notice has been given to all governors (which may be by email) and that all who participate in the meeting can hear and communicate with each other throughout the entire meeting. The usual quoracy rules will apply.

### 1.17 Scanned signatures

A scanned image of a handwritten signature can be used as an equivalent to a written “wet” signature provided that, on each occasion, the person whose signature is to be appended has given authority by email or some other recordable method to the Clerk to the Corporation.

At its meeting in May 2021 the board also approved the future use of DocuSign by the college

## 2. Committees of the Corporation

### 2.1. Appointment of committees

In accordance with Article 4 of the Articles of Government, the Corporation has established the following committees:-

- Audit
- Finance & General Purposes
- Search
- Remuneration
- Estates (wound up 10.12.20 and subsumed into F&GP)
- Curriculum & Standards
- Staff Appeals
- Student Appeals
- Senior Staff Selection

and such other committees as may be required for any purpose or function, other than those assigned elsewhere in the Articles.

#### 2.1.1. Audit Committee

The committee shall consist of a minimum of four members of whom the majority must be members of the Corporation and of whom at least one member will have relevant financial/audit expertise. Members of the Audit Committee will not be members of the Finance & General Purposes Committee and will not include the Chair of the Governing body, the Principal and other senior post-holders.

The Chair of the committee need not be a member of the Corporation provided that appropriate reporting arrangements to the Corporation are put in place

The Corporation Board and Search Committee will ensure that, when appointing members to the committee, the committee will maintain its independence and will include individuals with an appropriate mix of skills and experience to allow it to discharge its duties effectively. Collectively, members of the committee should have recent relevant experience in risk management, finance and assurance.

The role of the Audit Committee is advisory and it will not adopt an executive role. It will address the adequacy and effectiveness of the Corporation’s systems of internal control and its arrangements for risk management, control and governance purposes. The advice from the committee will primarily be formed through a consideration of the work of the Corporation’s internal audit service (IAS), its financial statements auditor (formerly known as the external auditor) and its funding auditor (formerly known as the ISR auditor). Notwithstanding this the committee has a right to investigate any activity within its terms of reference and to assess all the information and explanation it considers necessary, from whatever source, to fulfil its remit  
The Audit Committee will:

- advise the Governing Body on the adequacy and effectiveness of the Corporation's systems of internal control and its arrangements for risk management, control and governance processes, and securing economy, efficiency and effectiveness (value for money);
- advise the Governing Body on the appointment, reappointment, dismissal and remuneration of the financial statements auditor and the IAS and to establish that all such assurance providers adhere to professional standards
- approve the terms of engagement of the external auditor
- advise the Governing Body on the scope and objectives of the work of the IAS, the financial statements auditor and the funding auditor;
- ensure effective co-ordination between the IAS, the funding auditor and the financial statements auditor including whether the work of the funding auditor should be relied upon for internal audit purposes;
- consider and advise the Governing Body on the audit strategy and annual internal audit plans for the IAS;
- 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 (including their work on regularity) and the funding auditor, and management's responses to these;
- monitor, within an agreed timescale, the implementation of agreed recommendations relating to internal audit assignment reports, internal audit annual reports, the funding auditor's management letter and spot-check reports and the financial statements auditor's management letter;
- consider and advise the Governing Body on relevant reports by the NAO, the ESFA, other funding bodies and where appropriate, management's response to these;
- establish, in conjunction with college management, relevant annual performance measures and indicators, and 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;
- produce an annual report for submission before the statement of corporate governance and internal control in the annual accounts is signed to the Governing Body and accounting officer, including a summary of work undertaken by the committee during the year, which should include the committee's advice on the effectiveness of the College's risk management, control and governance processes, solvency of the institution and safeguarding of its assets and any significant matters arising from the work of the IAS, the funding auditors and the financial statements auditor. It will also include the committee's view of its own effectiveness and how it has fulfilled its terms of reference;
- oversee the corporation's policies on fraud, irregularity and whistleblowing and ensure that they are properly followed up and outcomes reported to the audit committee, external auditor and that all significant cases of fraud or suspected fraud or irregularity are reported to the appropriate funding body;
- be informed of all additional services undertaken by the IAS, the financial statements auditors and the funding auditors and inform the corporation of any additional services provided by the financial statements, regularity and other audit and assurance providers and explain how independence and objectivity were safeguarded
- develop and implement a policy on the engagement of the external auditor to supply services other than financial statements and regularity audit taking into account relevant ethical guidance.
- Recommend the annual financial statements to the Governing Body for approval.
- Determine which aspects of risk should be delegated to the various committees and carry out that delegation
- To consider the development of members and put in place appropriate training to ensure that their skills and knowledge are up to date

- To retender for External Auditors at least every five years

### 2.1.2. Finance & General Purposes Committee

The committee shall consist of a minimum of four members of the Corporation and will include the Principal. This committee will:-

- consider and advise the Corporation on all aspects of the Corporation's finances, financial policies, controls and strategy.
- consider and make representations to the Corporation on the annual estimates and budgets of revenue and capital income and expenditure and other budgets.
- consider, review and report on the periodic management accounts of the Corporation and of any subsidiary trading companies or other joint ventures
- consider any proposed capital projects and advise the Corporation on their financial implications
- consider and make representations to the Corporation on the solvency of the Corporation and the safeguarding of its assets
- consider and advise the Corporation on taxation issues
- advise the Corporation generally on investments and borrowings and seek appropriate advice from external sources
- assist the management of the College with all matters related to human resource management. Consider and make recommendations to the board for approval of policies and procedures in respect of all aspects of diversity including disability, race/ethnicity, age, gender, sexual orientation or religion or cultural belief and monitoring their effectiveness
- assist with negotiations with trade unions and professional associations
- recommend to the Board, action associated with changes to pay and conditions of service.
- recommend the annual financial statements to the governing body for approval
- In respect of the Barclays Bank Loan Facilities as approved by the Board on 7/01/09 and further confirmed on 11/02/09 to determine a loan policy and to take all decisions required in order to utilise the loan facilities including the fixing of interest rates, loan periods and notices of drawdown
- In addition to above it was resolved on 9.3.10 in respect of the Barclays Loan facilities (£9.5m: 16.5m and overdraft facility of £3.5m) that this committee be authorised to take any actions for the benefit of the College which are not already provided for in the above TOR
- To monitor closely the risk to the college of non achievement of contract income levels
- To monitor closely the risk to the college of deterioration of financial health
- To monitor closely the risk to the college of staffing performance issues
- To monitor closely the risk to the college of IT systems and security
- To assist in the monitoring of HBDCL
- The Corporation shall remain responsible for the approval of the annual estimates of income and expenditure, ensuring the solvency of the Corporation and safeguarding its assets.
- Approve the ESFA {or its successor(s)} Financial Plan for recommendation to the Board
- Recommend an annual training plan to the Board for adoption
- Review annually compliance with the AoC Code of Governance

- Review regularly the Financial Regulations including authorisation levels
- Regularly (annually where required) review all policies and make recommendation to Board
- consider all the College's Development Strategies and recommend the strategies to the Corporation
- consider all major building programmes (Projects with a value greater than £100,000) and ensure appropriate project management, and recommend to the Board such developments
- assist the College with all schemes associated with reducing estates management costs.
- review regularly the Health and Safety Policy of the College and of the College Company and recommend any changes to the Board
- receive, on behalf of the Boards, details of any Health and Safety Incidents recorded by the College or the College Company
- review the draft Annual H&S Report for recommendation to the Board and monitor closely the risk to the college of Health and Safety Legislation

### 2.1.3. **Search Committee**

The committee will consist of a minimum of four members of the Corporation and will include the Chair and the Principal. The Search Committee:

- will advise on the appointment of external members of the corporation and other matters relating to membership and appointments which the corporation may remit to them
- will rigorously evaluate the contribution made by all existing Governors including their skills and attendance records and consider any other potential members before making a proposal in respect of their re-appointment to the Corporation
- will maintain a balance of expertise on the Board to support the executive of the College in the achievement of the Corporation's policies
- Will seek to appoint and maintain a balanced representation of the Hartlepool community including ethnic minorities, disabled persons and social background and will avoid any form of discrimination including that relating to age, disability, gender, race/ethnicity, sexual orientation or religion or cultural belief.
- will ensure that, when appointing members to the Audit committee (the committee), the committee will maintain its independence and will include individuals with an appropriate mix of skills and experience to allow it to discharge its duties effectively. Collectively, members of the committee should have recent relevant experience in risk management, finance and assurance

The Corporation shall consider the advice of the Search Committee before appointing any member of the corporation (other than the Principal, staff and students). They may make rules specifying the procedures for the conduct of the search committee and they shall make available for inspection by any member of the public during normal office hours a copy of any such rules, the remit of the committee and its advice to the Corporation.

### 2.1.4. **Remuneration Committee**

The committee shall consist of a minimum of four members of the Corporation and will include the Chair of the Corporation who will not be the Chair of this committee

- the committee will determine the remuneration and other terms and conditions of employment of holders of senior posts, including the Clerk to the Corporation.
- the senior post-holders are defined by the Corporation as the Principal, Vice-Principal, and Assistant Principals of the Corporation.
- the review of the salaries and conditions of service will be undertaken by the committee with the anniversary for review being the autumn term each year.
- the committee will consider the salary and conditions of service and determine an appropriate package for each senior post-holder.
- the committee will report to the Corporation that the review has taken place and the salary bands of senior post-holders will be published in the annual accounts of the Corporation.
- if it is proposed to consider the remuneration or conditions of service of the Clerk to the Corporation, the Chair (not the Clerk) shall send out the relevant papers to the members of the Remuneration Committee.

**2.1.5. Estates Committee (wound up 20.12.20 and terms of reference merged into F&GP)**

- consider all the College's Development Strategies and recommend the strategies to the Corporation
- consider all major building programmes (Projects with a value greater than £100,000) and ensure appropriate project management, and recommend to the Board such developments
- assist the College with all schemes associated with reducing estates management costs.
- review regularly the Health and Safety Policy of the College and of the College Company and recommend any changes to the Board
- receive, on behalf of the Boards, details of any Health and Safety Incidents recorded by the College or the College Company
- review the draft Annual H&S Report for recommendation to the Board and monitor closely the risk to the college of Health and Safety Legislation

**2.1.6. Curriculum and Standards Committee**

The committee shall consist of a minimum of four members of the Corporation including the

Principal

The Committee will:

- Rigorously assess and engage with the preparation of the Annual Self Assessment Report prior to approving it for submission to the board
- consider the College's development plan and curriculum strategies and recommend them to the Corporation;
- monitor performance of students on College programmes and approve reports to be submitted to the Corporation detailing retention, achievement and progression;
- maintain a balance of industrial experience on the committee in order to advise the Principalship in the achievement of the Corporation's curriculum goals;
- meet termly and approve a termly curriculum report to the Board.
- receive and respond to equality and diversity monitoring information on learners and staff.
- To monitor closely the risk to the college of failure to secure student potential and progression

- To monitor closely the risk to the college of non-achievement of minimum levels of performance levels
- To monitor closely the risk to the college of non-alignment of curriculum with stakeholder requirements
- To provide assurance to the relevant body relating to the quality of the College's higher education provision
- To receive reports and monitor Safeguarding and Student Welfare

#### 2.1.7. **Staff Appeals**

The committee shall consist of a minimum of five members of the Corporation reflecting the overall membership of the Corporation board. According to the College's Disciplinary procedures a member of staff who is dismissed from the Corporation has the right of appeal to the Staff Appeals Committee.

The Committee will consider all appeals against dismissal and the decision of the Committee shall be final.

The committee will also consider appeals against grievances in accordance with clause 2.6 of the Staff Grievance Policy

An employee who wishes to appeal against dismissal must inform the Clerk to the Corporation that he/she wishes to do so within 10 days of receipt of the Principal's decision in respect of the dismissal.. It is important that this committee takes into account the provisions of Article 16 in the I&A

#### 2.1.8. **Student Appeals**

The committee shall consist of a minimum of five members of the Corporation reflecting the overall membership of the Corporation board.

According to the Student Disciplinary procedures a student affected by the third stage of the procedures (i.e. suspended or expelled) shall have the right of appeal to the Student Appeals committee.

The committee will consider all appeals and the decision of the committee shall be final.

**To be read in conjunction with procedure approved by board in March 2012. See Appendices**

#### 2.1.9. **Senior Staff Selection Committee**

The Committee shall consist of a minimum of five members of the Corporation reflecting the overall membership of the Corporation board and will:

- determine the composition of the Senior Management Team (number of senior postholders and roles)
- approve the selection criteria for a senior post-holders post
- determine the process by which selection shall occur in accordance with all regulations particularly the I&A
- carry out the interviews for such appointments

- make the appointment on behalf of the Board for all senior postholder posts other than the Principal and Vice Principal and report the appointment to the Board
- recommend to the Board the appointment of the Principal or Vice Principal.

For the appointment of a new Principal, the Committee will include the Chair and or Vice-Chair, but not the current Principal. For other senior posts the Committee will include the Principal.

#### 2.1.10. **Special Committee**

A Special Committee will be set up to deal with the possible dismissal of staff who are senior post-holders. This committee will be convened on an “ad hoc” basis, if and when the need arises. It is important that this committee takes into account the provisions of Article 16 in the I&A

- the Committee will comprise at least three members
- the Chair of the Corporation, the vice-Chair of the Corporation, the Principal, staff members and student members may not sit on the committee
- no person may sit on the committee unless they are a member of the Corporation
- the committee shall convene a meeting as soon as practicable after a reference to it, and in any event within seven days.

The Committee will:

- examine and determine the case for the dismissal of a senior post-holder referred to the committee by the Chair of the Corporation, the Vice Chair of the Corporation, or a majority of the members of the Corporation
- give the person whose dismissal is to be considered the right to make representations. The representations, which may be in writing, may also be made orally for which purpose the person whose dismissal is to be considered may be accompanied and represented by a friend
- after hearing or reading any such representations, prepare a written report for consideration by the Corporation, a copy of which shall be sent to the person to whom it relates. Such written report shall be prepared within two months of the mandate on which the Special Committee was convened. Where it is impracticable for the Committee to prepare its report during that period it shall, during that period, prepare an interim report a copy of which shall be sent to the person to whom it relates and which shall contain a timetable for the preparation of the full report
- If it is proposed to consider the dismissal of the Clerk to the Corporation, the Chair (not the Clerk) shall send out relevant papers to the members of the Special Committee.

## 2.2. **Membership of Committees**

Committee members will be appointed by the board after taking into account the recommendations of the Search Committee and the terms of reference of the relevant committee in respect of composition. However the Search Committee shall have the power, in conjunction with the chairman of the relevant committee, to appoint members to a committee (including Search) provided that they are members of the board although any appointments must be ratified by the board at its next meeting

## 2.3. **Attendance of Members at other Committee Meetings**

2.3.1. All designated members of a committee determined by the Corporation, shall be entitled to attend all meetings of the relevant committee.

- 2.3.2. Any member attending by invitation shall receive an agenda for that meeting only
  - 2.3.3. During the course of a meeting, any member attending by invitation shall be permitted to speak on any issue only with the permission of the Chair of the committee.
  - 2.3.4. No person who is not a member of the Corporation or the Clerk to the Corporation shall be allowed to attend any meeting of a committee except by the invitation of the Chair of the committee.
  - 2.3.5. Senior officers of the College shall attend meetings of committees in accordance with the requirements of the agenda for each meeting and at the request of the Chair of the committee.
- 2.4. **Election of Chair**
- 2.4.1. The Chair of each committee of the Corporation shall be elected by the Corporation and will remain as chairman until the Corporation terminates the appointment or he/she resigns the position.
  - 2.4.2. Wherever a Chair of a committee shall cease to hold office, the vacancy shall be filled at the subsequent meeting of the Corporation.
- 2.5. **Meetings of Committees**
- 2.5.1. The Chair of a committee or the Chair of the Corporation may call a special meeting of the committee at any time.
  - 2.5.2. All meetings of the committees shall be serviced by the Clerk who shall, except in case of urgency, send the summons to each member of the committee at least seven days before the meeting.
- 2.6. **Quorum of committees**
- 2.6.1. Meetings of each committee shall be quorate subject to a minimum of two members being present at any meeting except in the case of Remuneration, Staff Appeals, Student Appeals, Special and Senior Staff Selection Committees where a quorum will be three members.
  - 2.6.2. If the number of members assembled for a meeting of a committee does not constitute a quorum, the meeting shall not be held. If in the course of a meeting of the committee the number of members present ceases to constitute a quorum, the meeting shall be terminated immediately.
  - 2.6.3. If for lack of quorum a meeting cannot be held or, as the case may be, cannot continue, the Chair shall, if he/she thinks fit, cause a special meeting to be summoned as soon as may be convenient.
- 2.7. **Minutes of Committees**
- 2.7.1. Subject to the exclusion of any material of a similar nature to that required to in paragraph 1.14.2.
  - 2.7.2. The signed minutes shall, as soon as may be, be made available during normal office hours at the institution to any person wishing to inspect them.
- 2.8. **Co-opted Members of Committees**

A member of a committee who is not a member of the Board shall cease to be a member where he does not attend any meeting for six months unless that failure is for a reason previously approved by the committee.

### **3. Records of Attendance at Meetings of the Corporation and its Sub-Committees**

In accordance with Clause 10(2)(b) of the Instrument of Government:

If at any time the Corporation is satisfied that any member has been absent from meetings of the corporation for a period longer than 6 consecutive months without the permission of the Corporation the Corporation may, by notice in writing to that member, remove him/her from office and thereupon the office shall become vacant.

The Clerk to the Corporation will ensure that attendance for all meetings of the Corporation and its committees is properly recorded in the minutes.

Apologies for non-attendance at meetings should be forwarded to the Clerk to the Corporation.

### **4. Agendas for Meetings**

Agendas will normally be compiled by the Clerk to the Corporation following consultation with the Chair of the Corporation and the Principal.

Any items for inclusion must be forwarded to the Clerk in advance of the 7 days nominated for distribution of agendas and papers.

Papers can not be tabled at meetings without the permission of the Chair of the Board/ committee.

“Any other Business” within any agendas will be limited to urgent issues only and subject to approval by the Chair of the Board/ committee.

### **5. The Corporation Seal**

The application of the seal of the Corporation shall be authenticated by any two of the Chair, Vice-Chair and the Principal or any one of them and any other member of the board.

A register of use of the seal of the Corporation will be maintained by the Assistant Principal (Finance) and its use will be reported at the following board meeting.

### **6. Register of Interests**

“A register of interests” showing the interests of board members, senior postholders and all budget holders and their close relatives will be maintained by the Clerk to the Corporation and will be updated on an annual basis.

Following each annual update, or on notification of a new interest, the Clerk will review all Declarations of Interest and prepare a summary of those which, in his/her opinion, represent a conflict or potential conflict with any Board/College issues. The Clerk will rate these as High, Medium or Low. A copy of the summary will be presented to the subsequent Board meeting for approval and a copy will be given to the Assistant Principal, Finance.

### **7. Training Policy for Members of the Corporation and the Clerk to the Corporation**

Dedicated Training Sessions for all Board members will be scheduled prior to the academic year. Any governor may, through the Clerk, request that a specific issue (s) be covered at the training sessions. In addition training will take place when relevant items arise in Board and Committee meetings. External training bodies will be used when appropriate. The Clerk will forward details of all training events of which he is notified and arrange registration for board members. In addition individual committees may engage external bodies e.g Auditors for specific training needs relevant to the committee. A record of all training supplied will be maintained by the Clerk to the Corporation.

## **8. Liability and Indemnity Cover for Members of the Corporation and Clerk to the Corporation**

Indemnity to the Directors and Officers of the Corporation against loss arising from any claim or claims made against them, jointly or severally during the period of insurance by reason of any Wrongful Act, in the capacity of Director or Officer of the Corporation, is maintained by the Assistant Principal (Finance).

## **9. Code of Conduct**

The Corporation acknowledges and supports the seven principles of public life as identified by the committee on Standards in Public Life (the Nolan Committee) which are set out in the Code of Conduct. The Code of Conduct for Corporation Members has been adopted and is identified to indicate the standards of conduct expected and to enable Corporation Members to understand their legal duties and their relationship with the Corporation and the Principal. The Code is aimed at promoting effective and well informed college governance and is not intended to be a definitive or authoritative statement of the law. All members receive a copy of the Code on appointment and, by accepting appointment to the board, members agreed to act in accordance with and be bound by the Code of Conduct.

## **10. Anti- Fraud Policy and Whistleblowing Policy**

In accordance with the Code of Conduct the College requires all Corporation members and staff to act honestly, with integrity and to safeguard at all times any resources for which they are individually or collectively responsible. A fraud procedure is in place (QAP 4.4.11) which sets out the responsibilities of all governors and staff regarding the prevention of fraud and the procedures to be followed where fraud is detected or suspected. A copy of the QAP is given to all board members on appointment.

A revised Whistleblowing Policy was approved in December 2017 and it was agreed that the nominated governor, required under Clause 6, to whom a complaint of lack of progress/dissatisfaction could be made, would be the Vice Chairman.

## **11. The Clerk to the Corporation**

The Instrument of Government provides for the Corporation to appoint a Clerk to the Corporation.

The Corporation has approved a detailed job description for the role of the Clerk to the Corporation. (See Appendix 1)

The Clerk to the Corporation is responsible to the Corporation as a whole. It is recognised of course, that the Clerk will work closely with the Chair, the Chairs of the committees and the Chief Executive. Notwithstanding this the Clerk will be available to support and advise all members of the Corporation.

The Clerk has the right to attend any meeting of the Corporation or any meeting of any committee established by the Corporation subject to where his/her remuneration, conditions of service, conduct, dismissal or retirement are to be considered.

When the role of Clerk becomes vacant (or is about to become vacant) the Corporation will determine the arrangements for appointing a new clerk. The I&A provide that the Corporation may not delegate the appointment or dismissal of the Clerk to the Principal.

In the event of a temporary absence of the Clerk, the Corporation may appoint a person to serve as temporary Clerk to the Corporation, and any reference to the Clerk in these Standing Orders shall include a temporary Clerk appointed under this paragraph.

## **12. Governors Expenses**

The Chair of the Corporation's expense claims will be authorised by the Clerk to the Corporation to whom claims for expenses should be submitted together with supporting receipts. The claim form should state briefly the reason for the expenditure including names of any other persons present.

Other governors' expense claims will be authorised by the Clerk to the Corporation to whom claims for expenses should be submitted together with supporting receipts. The claim form should state briefly the reason for the expenditure including names of any other persons present.

Overseas activities and travel expenses for staff and members of the Corporation will be authorised by the Chair of the Corporation. Wherever possible an estimate of the expenditure must be approved in advance

## **13 External appointments of senior postholders**

At the Board meeting on 16 December 2010 it was resolved that:-

The Board recognises that senior postholders may wish to accept/apply for an appointment with an external body, with or without receiving payment for their services, where the objects of the body may be considered to be aligned with those of the college and/or the appointment would benefit the college through establishing relationships, networking, professional development etc. In the interests of transparency any such appointment must be approved by the Chairman before acceptance. If approval is given the Chairman will notify the Clerk to the Corporation and the senior postholder must, on appointment, give details to the Clerk who will enter it in the register of interests together with the date of the Chairman's approval.

The appointment will be reviewed at subsequent annual appraisals to ensure that it remains compliant with the above criteria and does not adversely affect the individual's role in the College

## **14 Amendments to Standing Orders**

Standing orders will be reviewed annually by the Corporation.

Changes will be determined by the Governing Body.

## HARTLEPOOL COLLEGE OF FURTHER EDUCATION

**JOB DESCRIPTION**

Post title	:	Clerk to the Corporation
Responsible to	:	Chair of the Corporation/Chief Executive
Purpose of job	:	The holder of this post carries out the duties and responsibilities of Clerk to the Governors.
Education/qualifications	:	To be educated to degree level and/or be professionally qualified.

**MAIN DUTIES AND RESPONSIBILITIES****Responsibilities:**

- Is an officer of the Corporation who has a central role to perform when promoting the effective governance of the Corporation;
- Is responsible to the Corporation for ensuring that their proceedings are conducted in accordance with the provisions of the statutory Instrument and Articles of Government, and rules and regulations made under the Articles, the Education Acts (as modified or replaced from time to time) and the general law;
- Is accountable to the Corporation, through the Chair, for all matters relating to his or her duties as an officer of the Corporation;
- In particular, is responsible for performing the duties set out below.

**Duties:**

## The Conduct of Corporation Meetings

- To organise the proper conduct of meetings of the Corporation and their committees, and ensure that correct procedures are followed, including:-
- Formulating, with the Chair and the Chief Executive as applicable the agendas and organising the supporting reports and briefing papers.
- Time-tabling all meetings of the Corporation and committees, calling meetings on proper written notice and distributing agendas and supporting papers.
- Attending and arranging for the minuting of meetings and ensuring with the Chair and Chief Executive appropriately that arrangements are made for continuity in the absence of the appointed clerk.
- Checking the quoracy of meetings.

- Ensuring the timely publication of agendas, draft minutes (when approved by the Chairman), signed minutes and supporting papers. Maintaining a copy of all Minutes of meetings and ensuring public availability of approved minutes.
- Formulating, with the Chair and the Chief Executive as appropriate, follow-up instructions that arise from the minutes, and reporting on what action has been taken in response to such instructions.
- Maintaining a separate confidential file (if any) relating to sensitive staff or student matters.
- Preparing, for approval by the Corporation, committee terms of reference and rules relating to composition, quoracy, chairing and frequency of committee meetings as laid down in the Instruments and Articles of Government.

### **Appointments**

- To ensure that all appointments to the Corporation and committees have been validly made, including:-
- Checking the eligibility of current and prospective members.
- Ensuring that all appointments to the Corporation and committees have been properly made in accordance with the provisions of the statutory Instrument of Government and minuted.
- Preparing and issuing, in the name of the Chair, Letters of Appointment.
- Giving advance notification to the Corporation of expected vacancies.
- Notifying the Corporation of all actual vacancies.
- Issuing and receiving on behalf of the Corporation notices relating to members.

### **Registers**

- To be responsible for administering those procedures which have been approved by the Corporation for making certain information available to the public in accordance with the principle of transparent and open accountability, including:-

Maintaining:-

a Register of Members;

a Register of all rules of procedures made or authorised by the Corporation.

- Ensuring that the Registers and copies of the statutory Instrument and Articles of Government are made available for public inspection.

### **Corporation Seal**

- To be responsible for the proper use of the Corporation Seal, including:-
- Keeping the Corporation Seal in safe custody.
- Ensuring that all deeds and documents to which the Corporation Seal has been affixed have been properly authenticated.

### **Guidance**

- To be responsible for providing guidance support to the Corporation and their committees on corporate governance issues, including:-
- Giving independent guidance on statutory and constitutional matters to the Corporation, through the Chair.
- Making available professional advice to the Corporation and to individual corporation members in accordance with procedures which have been approved by the Corporation.

**Time required for duties**

- It is difficult to quantify the time commitment but will be sufficient to carry out the duties above and attend meetings and will be in the region, on average, of one day (7 hours) per week

## PERSON SPECIFICATION

### Clerk to the Corporation

#### It is essential for the post holder to:

- have an appropriate degree level/equivalent professional qualification
- have extensive experience within Further Education
- have good interpersonal skills
- have good communication skills
- have management experience
- demonstrate experience of working successfully in a team
- have the ability to work flexibly and to be computer literate

## APPENDIX 2

### INDUCTION, TRAINING AND SUCCESSION PLANNING

#### **Governor Succession Planning Policy as approved by the Search Committee and Board at their December 2019 meeting**

##### **Background**

This purpose of this policy is to ensure maintenance of a high standard of governance and to address succession planning.

HCFE has a very effective board of governors with a wide range of skills and professional experience and its policy is to retain those governors whilst updating and refreshing their knowledge through a programme of regular training, by way of training days and within board meetings, and communication. The board recognises that vacancies will occur and that it is essential to ensure that when new appointments take place that those new governors bring the skills, diversity, knowledge and commitment to ensure that the board remains functioning at the highest level in order to fulfil the college's strategy and objectives.

It will therefore keep its recruitment, membership and succession under regular review.

##### **Recruitment, Selection and Assessment**

- The Clerk to the Corporation will maintain a Register of Members that provides details of current membership, including categories of membership and terms of office. This will be used by the Clerk to ensure that forthcoming vacancies due as a result of the term of office of a Governor being due to expire are reported to the Search Committee on a timely basis.
- A member may resign at any time by giving notice in writing to the Clerk to the Board. All Governors will be asked at their induction meeting to provide sufficient notice of resignation to allow for vacancies resulting from resignation to be reported to the Search Committee in a timely manner.
- The Search Committee will regularly consider existing and forthcoming vacancies for External Members of the Board.
- The Search Committee will also regularly review the membership position, vacancies and any future dates at which there may be changes to key offices such as Chair and Vice-Chair of the Corporation and Committee Chairs.
- A file will be maintained of Governors' Curriculum Vitae and / or application forms providing details of individual skills, backgrounds, offices held and any other relevant information. This will be subject to Data Protection retention restrictions
- All Governors will be asked to complete a skills form annually which the Clerk will enter in the Skills register. The Clerk will take the register to Search meetings.
- When there is, or is likely to be, a vacancy the Search Committee will consider the skills, experience, background and personal characteristics which are desirable to be met in filling any vacancy or office, and will give regular consideration to identifying future potential leaders from within the Corporation as well as the possibility of new recruitment to fill a future office holder vacancy.

- Search committee will pursue possibilities for new Members based on this needs assessment. Personal contacts, advertising on the college website, approaches to professional, trade or community organisations and local businesses and employers, are all places which may be considered for use. The method or methods most appropriate for the vacancy will be agreed by the Search Committee.
- Any candidates (excluding internal members) will be interviewed by the Chair of the Board and one other member (who preferably shall be a member of the Search Committee), with the final recommendations on appointment submitted to the Board for approval.
- A Governor role description and information about becoming a Governor will be kept up to date and will be provided to those interested in becoming a Governor.
- A person considered by the Search Committee to have the necessary skills and experience to join the Corporation will be asked to complete the appendices to the letter of appointment to ensure that they fulfil the criteria before taking the appointment further.
- Applications will be assessed by the Search Committee and may lead to references being sought and an interview taking place with the applicant prior to the application being put forward to the Corporation should all parties wish to proceed with an appointment.

#### **Induction**

- All new Governors will be provided with a comprehensive induction to the role and to the College via the Clerk.
- Further specific induction training will be provided to Student Governors, tailored to their needs.
- A six month review meeting will be held with the Governor should the Chair or Governor consider this necessary based on the information provided. In all other cases, the Governor will be offered the opportunity to have a six month review meeting or telephone discussion with the Chair of the Corporation.

#### **Training and development**

- Governors will be invited to submit issues for training at any time which will either be addressed one to one or at a training day.
- Governors are encouraged to attend and engage in College activities and events to increase their knowledge of the College and its work. Regular information on such will be emailed via the Clerk to the Corporation.
- The Clerk, Principal, and Chair of the Corporation shall discuss the value for money of attendance by office holders and other Governors at external events, seminars and other training and development activities provided by other organisations and arrangements will be made for attendance and travel as appropriate.
- The Clerk will disseminate relevant sector briefings and information from external organisations including Association of Colleges (AoC) and Government agencies to office holders and other Governors as appropriate.

### **Succession Planning**

- The Search Committee will regularly consider succession planning, and in particular any senior positions on the Board.
- The expiry dates of terms of office of existing External Members are, where necessary, staggered to assist effective succession planning and to reduce the number of forthcoming vacancies at any particular time.
- The Chair and Vice Chairs of the Corporation will be asked to confirm their intention to be considered for re-appointment for another term of office six months prior to the end of their term of office. They are requested to provide at least six months' notice of their intention to resign from office to assist effective succession planning for this position.
- If the Search Committee deem it necessary and appropriate the position of Chair will be advertised externally (where the existing Chair has signalled they will be leaving at the end of their term of office or has served a maximum number of terms of office). However, no existing Members of the Board will be excluded from being nominated and elected to the position of Chair. A Standing Order exists for the nomination and election process for the positions of Chair and Vice Chair.
- Governors are requested to provide at least two months' written notice to the Clerk to the Corporation if it is their intention to resign before the expiry of their term of office.
- The Search Committee will annually review the determination of Membership of the Board including the composition of Committees and bear in mind the number terms of office served and codes of governance. Recommendations will be submitted to the Corporation.
- A Special Meeting of the Search Committee will be convened by the Chair of the Committee (or in their absence the Vice Chair of the Committee) as a matter of urgency, to consider any unforeseen vacancies arising where it would not be expedient to delay such until the next ordinary scheduled meeting, e.g. two or more External Members resigning without sufficient notice.
- The Corporation collectively will undertake self-assessment annually and as part of this assessment, any succession issues and activity to address them will be identified.
- Each Governor will be appraised under the auspices of the Chairman and Search Committee annually.

## **Procedure for Student Appeals (see terms of reference)**

### **Prior to the meeting**

1. A Student who wishes to appeal must inform the Principal in writing within ten working days. The Student Appeals Committee will hear all appeals and its decision is final. At an appeal, any disciplinary penalty imposed will be reviewed, but cannot be increased.
2. Appeals will be held within twenty working days. If mutually agreed it can be postponed for a short period.
3. The constitution of the committee shall be a minimum of five members of the Corporation. The quorum is three.
4. Notice of meeting and associated papers, together with a copy of these procedures, will be sent out at least seven days before the meeting to all committee members, the Principal, the Student and, if requested by the Student, a person referred to in Clause 5 below who is accompanying him/her to the Appeal.
5. The notice of the meeting must include the date, time and place and the right for the Student to be accompanied by an advisor, fellow student or relative (referred hereafter to his representative). The Student must advise the Clerk to the Corporation prior to the hearing of the name of the person accompanying him/her, if any, and their status.
6. The committee may invite relevant members of staff to attend the meeting in order to present the case on behalf of the college, clarify any issues or respond to questions of the committee

### **At the hearing**

7. The Chairman will invite those present to introduce themselves and confirm that they have no conflicts of interest.
8. The Chairman will refer to the fact that all members have had a copy of how the hearing will be run and invite any comments.
9. The Principal (or his nominee-although the Principal may still attend) will set out the basis on which he reached the decision. The Student and/or his/her representative and committee members may ask questions of the Principal and/or his nominee.
10. The Student and/or his representative will set out his basis for the appeal. The Principal, nominee and committee members may ask questions of the Student.
11. The Principal (or his nominee) will be given the opportunity to summarise his case followed by the Student and/or his representative.
12. All attendees, other than the committee members and the Clerk, will then leave the meeting although the Principal and/or his nominee may be invited to rejoin the meeting if further clarification is required.

### **After the hearing**

13. The committee will discuss the hearing. The role of the committee is not to re-hear the case. As such no witnesses called at the original hearing will be called again and no new or additional evidence will be considered by the committee that was not available at the original hearing.
14. The committee will confirm or otherwise that the procedure for the original disciplinary proceedings were followed and decide whether to:-
  - Uphold the Principal's decision
  - Uphold the Appeal and re-instate the Student (if excluded) or determine a lesser disciplinary penalty or none at all or, in the event of a grievance, other remedial action which the committee deems appropriate.
15. The Clerk to the Corporation will advise the Student of the decision in writing within ten working days
16. The Clerk to the Corporation will prepare a short report on the deliberations of the committee which he will submit to the Chairman of the Committee for approval. A copy will be sent to the appellant on request.

## HARTLEPOOL COLLEGE OF FURTHER EDUCATION

### **Role Description: Chair of Corporation**

---

1. To ensure that the seven principles of public life established by Nolan are observed in all of the Corporation's business.
2. To maintain an effective working relationship with the Principal and the Clerk based on a mutual understanding of the responsibilities of each of the roles.
3. To work with the Clerk to ensure:
  - That appropriate issues are brought to the Corporation.
  - That the business of the Corporation is conducted efficiently and effectively.
  - That discussions and decisions are properly summarised and recorded.
  - That Governors are properly inducted and offered appropriate development and training opportunities, including mentoring and support
4. To Chair and direct the work of the Corporation to ensure:
  - That the Corporation maintains strategic oversight of the College.
  - That the Corporation's focus is on major strategic issues and the wider community.
  - That the Corporation sets strategic direction and corporate objectives, articulating the College's vision and maintaining and developing the ethos of the College.
  - That the learner is at the heart of all decisions made
  - That issues before the Corporation are debated fully and that all Governors have the opportunity to contribute.
  - That each Governor understands his/her corporate and individual responsibilities and is encouraged and enabled to make an optimum contribution
5. To liaise with the Chairs of the Committees to ensure a co-ordinated approach to managing the Corporation's business.
6. To appraise the Principal and the Clerk with appropriate assistance if required.
7. To exercise a second or casting vote (as per the Standing Orders) where there is an equality of votes on any issue requiring a vote at a Corporation meeting.
8. To exercise any specific authority delegated by the Corporation together with a general delegated authority as set out in the Standing Orders.
9. To provide leadership for the Corporation and to build the Corporation as a team.
10. To discuss matters relating to attendance, performance or conduct with individual Governors having taken advice from Search Committee and the Clerk (who maintains a record of apologies and reasons for absence).
11. To assist the Corporation and the Senior Management Team, through the Principal, in determining the strategic direction of the College.

12. Where appropriate, to offer both general and specific support to the Principal where strategic, major or contentious issues are involved
13. To exercise the responsibilities detailed in the Articles of Government with regard to the suspension and dismissal of Senior Postholders and the Clerk.
14. To act as ambassador on behalf of the College and the Corporation and, where appropriate, to handle relations with the media on behalf of the Corporation.
15. To promote the interests of the College wherever possible and represent the College at meetings, presentations, conferences and other events as appropriate.
16. To be a member of the Remuneration Committee and of the Special Committee when required (i.e potential dismissal of senior postholders).

***The time commitment for the role cannot be quantified but will be that required to fulfil the duties as above. As a minimum this is likely to be 50 hours per annum***

## HARTLEPOOL COLLEGE OF FURTHER EDUCATION

### Role Description: Governor

---

#### Background

Under the Articles of Government which govern its operation and functions, the Corporation is responsible for those functions set out in Article 9 (a-f) which are

- the determination and periodic review of the educational character and mission of the institution and the oversight of its activities;
- approving the quality strategy of the institution;
- the effective and efficient use of resources, the solvency of the institution and the Corporation and safeguarding their assets;
- approving annual estimates of income and expenditure;
- 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, the Clerk's appointment, grading, suspension, dismissal and determination of pay in the capacity of a member of staff; and
- setting a framework for the pay and conditions of service of all other staff.

#### Role description

1. To operate within the provisions of the relevant documents as they apply to the role of members of the Corporation including:
  - Instrument and articles of government
  - Corporation code of conduct and Standing Orders
  - Seven principles of public life drawn up by the Nolan Committee
  - College financial regulations and procedures
  - Audit Code of Practice
  - Financial Memorandum
  - Financial Regulations
  - English Colleges Code of Governance
2. To act, at all times, in the best interests of the College and the Corporation.
3. To support decisions of the Corporation and its committees on the basis of collective responsibility.
4. To attend meetings of the Governing Body and the appropriate committees of the Governing Body in line with the agreed target of 75% for each Governor.
5. To attend some College events e.g. Meet The Governors and Celebration of Achievements where possible
6. To participate in training and development which enhances personal contribution to the Corporation.

7. Not to make statements on behalf of the Corporation unless authorised to do so.
8. To prepare for meetings of the Board and Committees.
9. To be an ambassador for the College in promoting its role in education, training and economic regeneration.
10. To provide strategic thinking on the future of the College.
11. To observe and maintain confidentiality where appropriate.
12. To provide any additional assistance as may be reasonably requested by the Chair of the Corporation.
13. To put the learner at the heart of all decision making processes and to drive up quality and standards.
14. To declare any interests at committee or corporation meetings and inform the Clerk of any changes in financial or political interest. This includes notification of any change in circumstances which renders him/her ineligible to remain a Governor.
15. To act in an individual capacity, for the benefit of the college, and not on behalf of other parties

***The time commitment for the role cannot be assessed with any accuracy and depends on the individual circumstances of the individual but it is unlikely to be less than 30 hours per annum***