

The Corporation of Salford City College

Standing Orders

Appendices

2022-23

Contents

Appendix 1 - Summary of the responsibilities of Corporation Members

Appendix 2 - Summary of the powers of the Corporation

Appendix 3 - Composition of the Corporation

Appendix 4 - Appointments to (and removal from) the Corporation (Staff, Student and Co-opted Members, Chair and Vice Chair)

Appendix 5 - Committees of the Corporation

Appendix 6 - Complaints Procedure

Appendix 7 - Administrative Standing Orders for Meetings

Appendix 8 - Scheme for reimbursement of costs associated with Membership of the Corporation

Appendix 9 – Role Descriptions and Person Specifications

Appendix 1 - Summary of the Responsibilities of the Corporation

Responsibilities of the Corporation, the Group Principal and the Clerk

Corporation

The Corporation shall be responsible for the following functions:

1. The Corporation shall be responsible for the following functions:
 - (a) the determination and periodic review of the educational character and mission of the institution and the oversight of its activities**;
 - (b) publishing arrangements for obtaining the views of staff and students on the determination and periodic review of the educational character and mission of the institution and the oversight of its activities;
 - (c) approving the quality strategy of the institution;
 - (d) the effective and efficient use of resources, the solvency of the institution and the Corporation and safeguarding their assets**;
 - (e) approving annual estimates of income and expenditure;
 - (f) 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
 - (g) setting a framework for the pay and conditions of service of all other staff.
 - (h) Setting the policy by which the tuition and other fees payable to the College are determined (subject to any terms and conditions attached to grants, loans or other payments paid or made by the ESFA).

Senior Post means the post of Group Principal and such other senior posts if any as the Corporation Members may designate for the purposes of the Articles.

Responsibilities which must be retained by the Corporation under the revised Schedule 4 are shown with a double asterisk.

Group Principal

2. Under the College's Articles of Government, the Group Principal shall be the Chief Executive of the institution, and shall be responsible for the following functions-
 - (a) making proposals to the Corporation about the educational character and mission of the institution and implementing the decisions of the Corporation;
 - (b) the determination of the institution's academic and other activities;
 - (c) preparing annual estimates of income and expenditure for consideration and approval by the Corporation, and the management of budget and resources within the estimates approved by the Corporation.
 - (d) the organisation, direction and management of the institution and leadership of the staff;

- (e) the appointment, assignment, grading, appraisal, suspension, dismissal and determination, within the framework set by the Corporation, of the pay and conditions of service of staff, other than the holders of senior posts or the Clerk, where the Clerk is also a Member of the staff; and
- (f) maintaining student discipline and, within the rules and procedures provided for within these Articles, suspending or expelling students on disciplinary grounds or expelling students for academic reasons.

The Clerk

3. The Clerk shall be responsible for the following functions:

- (a) advising the Corporation with regard to the operation of its powers;
- (b) advising the Corporation with regard to procedural matters;
- (c) advising the Corporation with regard to the conduct of its business; and
- (d) advising the Corporation with regard to matters of governance practice.

Responsibilities which must not be delegated

4. The following responsibilities must not be delegated:

- (a) The determination and periodic review of the educational character and mission of the institution**;
- (b) The approval of the annual estimates of income and expenditure;
- (c) The responsibility for ensuring the solvency of the institution and the Corporation and the safeguarding of their assets**;
- (d) The appointment of the Group Principal or holder of a senior post;
- (e) 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 member of staff);
- (f) The modifying or revoking of the Articles of Government;
- (g) The consideration of the case for dismissal, of the Group Principal, the Clerk or the holder of a senior post unless such function is delegated to a committee of Members of the Corporation; and
- (h) The power to determine an appeal in connection with the dismissal of the Group Principal, the Clerk or the holder of a senior post unless such power is delegated to a committee of Members of the Corporation.

The Corporation may, from time to time, resolve to add other functions which must not be delegated to this list of "reserved" responsibilities.

Appendix 2 - Summary of the Powers of the Corporation of Salford City College

PRINCIPAL POWERS

Under section 18(1) of the Further and Higher Education Act 1992 a further education corporation may:-

- (a) provide further and higher education;
- (a) provide secondary education suitable to the requirements of persons who have attained the age of 14 years,
- (b) or provide secondary education which is secondary education by virtue of section 2 2(B) of the Education Act 2006 (definition of secondary education)
- (c) supply goods or services in connection with their provision of education

These powers are referred to in Section 19 of the Act as the Corporation's "principal powers".

SUPPLEMENTARY POWERS

- (1) A further education corporation may do anything (including in particular the things referred to in subsections (2) to (4) below) which appears to the corporation to be necessary or expedient for the purpose of or in connection with the exercise of any of their principal powers.
- (2) A further education corporation may conduct an educational institution for the purpose of carrying on activities undertaken in the exercise of their powers to provide further or higher education and, in particular, may assume as from the operative date the conduct of the institution in respect of which the corporation is established.
- (3) A further education corporation may provide facilities of any description appearing to the corporation to be necessary or desirable for the purposes of or in connection with carrying on any activities undertaken in the exercise of their principal powers (including boarding accommodation and recreational facilities for students and staff and facilities to meet the needs of students having learning difficulties..
- (4) A further education Corporation may:-
 - (a) acquire and dispose of land and other property;
 - (b) enter into contracts, including in particular:
 - (i) contracts for the employment of teachers and other staff for the purposes of or in connection with carrying on any activities undertaken in the exercise of the their principal powers; and
 - (ii) contracts with respect to the carrying on by the Corporation of any such activities;

- (c) form, participate in forming or invest in a company or become a member of a charitable incorporated organisation (within the meaning of Part 11 of the Charities Act 2011);
- (d) borrow such sums as the Corporation thinks fit for the purposes of carrying on any activities it has power to carry on or to meet any liability transferred to it under sections 27, 27C and 33P to 27 of this Act and, in connection with such borrowing, may grant any mortgage, charge or other security in respect of any land or other property of the Corporation;
- (e) invest any sums not immediately required for the purposes of carrying on any activities the Corporation has power to carry on;
- (f) accept gifts of money, land or other property and apply it, or hold and administer it on trust for, any of those purposes;
- (g) do anything incidental to the conduct of an educational institution providing further or higher education, including founding scholarships or exhibitions, making grants and giving prizes and

The powers conferred by section 19 of the 1992 Act are known as “supplementary powers”.

Appendix 3 - Composition of the Corporation

Twelve independent Members

Two Student Members

Group Principal

Two Staff Members (one from the Teaching Staff and one from Professional Services Staff)

Appendix 4 - Appointment and Removal of Members of the Corporation

Appointment of Members

Background

Retiring members are eligible for re-election.

Co-optee members of Committees are appointed by the Corporation.

Appointments shall be for four years with the exception of student governors who shall normally be appointed for two years and shall cease to be governors when they are no longer a student at the College.

The Search Committee reviews the membership of the Corporation, proposes means of recruitment, meets prospective governors and makes recommendations on membership and co-option onto committees.

The Secretary of State only becomes the appointing authority in exceptional circumstances, as set out in Clause 4(2) of the Instrument of Government.

Procedure

The Search Committee will consider applications from prospective members and make a recommendation to the Corporation accompanied by the details required by the Corporation, which will be circulated with the Agenda for the Corporation Meeting.

The Search Committee will consider and make a recommendation on the re-appointment of existing members accompanied by the details required by the Corporation, which will be circulated with the Agenda for the Corporation Meeting.

The appointment of members shall, where practicable, be the first agenda item.

The vote shall be by a show of hands unless a member requests a secret ballot.

Where there is a tie then a secret ballot will be held.

Where two candidates still receive an equal number of votes the appointment shall be decided by lot.

Nominated Members - Staff

There are two staff members, one for teaching staff and one for Professional Services staff.

Vacancies are notified to staff by the Clerk to Corporation and nominations are sought in writing by a set date.

Where there is one nomination in each category, the name of the nominee and a copy of their CV are provided to the Clerk who will then arrange for the nomination to go on the agenda of the next Corporation meeting.

Where there are two or more nominees in each category, a secret ballot of all College staff arranged by the Clerk, normally by electronic means, will take place as soon as possible. In the event of a tie the issue will be decided by lot.

Nominated Members - Student

There are two student members, one of whom should normally be the person elected to be President of the Student Council (which is the 'recognised association' for the purposes of Clause 2(1)(d) of the Instrument of Government).

Student Services will oversee the process for the election of the President of the Student Council. The student Council elections are open candidates from amongst all students at all centres (with previous members eligible to stand for re-election) with voting for the all the candidates across all college locations.

The name of the successful candidate is provided to the Clerk who will then arrange for the nomination to go on the agenda of the next Corporation meeting.

Appointment of Chair and Vice Chair of the Corporation

Retiring Chair and Vice Chair are eligible for re-election.

Chair and Vice Chair are appointed by Members of the Corporation.

The Group Principal, staff or student Member are not eligible for appointment.

The meeting appointing Chair and Vice Chair must be quorate.

Procedure

The appointment of the Chair shall be the first item on the agenda of the appropriate meeting and the Clerk shall chair the Corporation meeting for that item.

Prior to the scheduled Corporation meeting, the Clerk will invite nominations from governors who wish to be considered for the positions. Those interested will be asked to submit a short written statement to support their nomination.

All nominations must be seconded.

If there is only one nomination that person is appointed unopposed.

If there is a tie then a Chair shall be appointed for that meeting only.

The Chair then takes over the running of the meeting and follows the same procedure for the appointment of Vice Chair, which will be the next item.

Appointment of the Chair and Vice Chair shall normally be for 24 months.

The person elected to the position of Chair of Corporation will also be the Chair of the Strategy Finance & Resources Committee.

Appointment of Chair of Audit Committee

The Chair of the Audit Committee is appointed by Corporation, following recommendation from the Search Committee.

Procedure for the removal of a Corporation Member from Office

1. Absence from meetings for a period longer than six months

The Instrument of Government provides, in Clause 9(2), for the Corporation to consider removing a Member from office if he/she has been absent from meetings of the Corporation for a period longer than six consecutive months without the permission of the Corporation.

It is important, therefore, for apologies for absence to be submitted so that the Corporation may consider if the circumstances are such that removal from Membership is *not* justified. In the light of individual circumstances it may be appropriate for the Corporation to grant leave of absence to a Member from her/his duties as Member of the Corporation.

The Clerk will be responsible for monitoring the attendance of Members at formally summoned Corporation and Committee meetings. Where a Member has not attended a meeting for six months, for whatever reason, the Clerk will bring this to the attention of the Chair and to the next Corporation meeting.

The Clerk will then write on behalf of the Chair to the Member concerned explaining the position regarding his/her attendance and advising that this has caused the Member's removal from office.

Members removed from office by reason of non-attendance for six months may re-apply for Membership following a review for re-appointment in the normal way by the Search Committee; in such circumstances the Search Committee may require also the Member to attend for interview.

2. Inability or unfitness

Any question, regardless of its source, as to whether or not a Member may be unable or unfit to discharge the functions of a Member must be referred to the Clerk. Typically this will include instances where the actions of a governor may bring the College in to disrepute (similar but not limited to actions qualifying as Gross Misconduct defined in the College Disciplinary procedures).

When such a question is brought to the attention of the Clerk (s)he will immediately notify the Chair of the Corporation. If it appears to the Chair that the matter should be pursued, (s)he will decide, in consultation with the Clerk, whether or not further investigation is necessary and, if so, how this should be carried out.

The Chair will decide, in consultation with the Clerk, whether or not the matter should be referred to the Search Committee and, if necessary, will authorise the Clerk to convene a special meeting. If the Search Committee considers that there may be grounds for the removal of the Member from office, they will instruct the Clerk to convene a special meeting of the Corporation to consider whether the Member should be removed from office.

Meetings of the Corporation regarding the removal of a Member by reason of Inability or Unfitness

Meetings of the Corporation at which the removal of a Member is to be considered will be convened by the Clerk giving at least seven days' notice in writing to all parties entitled to attend the meeting. The Member whose removal is being considered ("the Member") should be provided with written notification setting out why the Corporation is considering taking such action.

The meeting will be attended by Members of the Corporation, the Clerk, and the Member. The Member has the right to be accompanied and/or represented by a person of his/her choice.

The Member will be entitled to attend all parts of the meeting relating to whether (s)he should be removed from office save that (s)he will not be entitled to be present during any discussion or voting by the Corporation that takes place after the hearing of the facts relevant to the Corporation's decision.

At the meeting, the reasons why consideration is being given to the removal of the Member will be explained to the Member and the Member will have the opportunity to state his/her case in full. Both the Member and the Corporation will have the right to examine witnesses if appropriate.

The Corporation will decide whether or not the Member should be removed from office. In either case the Clerk will notify the Member of the Corporation's decision in writing as soon as practicable after the meeting and, in any event, within fourteen days.

A Member removed from office will have no right of appeal against the Corporation's decision.

3. No Longer in the best interests of the Corporation

Any question, regardless of its source, as to whether or not it may no longer be in the best interests of the Corporation for a member to continue in office must be referred to the Clerk. Typically this will include but is not limited to instances where the actions of a governor may bring the College in to disrepute.

When such a question is brought to the attention of the Clerk (s)he will immediately notify the Chair of the Corporation. If it appears to the Chair that the matter should be pursued, (s)he will decide, in consultation with the Clerk, whether or not further investigation is necessary and, if so, how this should be carried out.

The Chair will decide, in consultation with the Clerk, whether or not the matter should be referred to the Search Committee and, if necessary, will authorise the Clerk to convene a special meeting. If the Search Committee considers that there may be grounds for the removal of the Member from office, they will instruct the Clerk to convene a special meeting of the Corporation to consider whether the Member should be removed from office.

Meetings of the Corporation regarding the removal of a Member by reason of it no longer being in the best interests of the Corporation for them to remain a member

Meetings of the Corporation at which the removal of a Member is to be considered will be convened by the Clerk giving at least seven days' notice in writing to all parties entitled to attend the meeting. The Member whose removal is being considered ("the Member") should be provided with written notification setting out why the Corporation is considering taking such action.

The meeting will be attended by Members of the Corporation, the Clerk, and the Member. The Member has the right to be accompanied and/or represented by a person of his/her choice.

The Member will be entitled to attend all parts of the meeting relating to whether (s)he should be removed from office save that (s)he will not be entitled to be present during any discussion or voting by the Corporation that takes place after the hearing of the facts relevant to the Corporation's decision.

At the meeting, the reasons why consideration is being given to the removal of the Member will be explained to the Member and the Member will have the opportunity to state his/her case in full. Both the Member and the Corporation will have the right to examine witnesses if appropriate.

The Corporation will decide whether or not the Member should be removed from office. In either case the Clerk will notify the Member of the Corporation's decision in writing as soon as practicable after the meeting and, in any event, within fourteen days.

A Member removed from office will have no right of appeal against the Corporation's decision.

4 Suspension of Governors

In certain prescribed circumstances the governing body can decide to suspend a governor, as a neutral act, until further notice, in accordance with Clause 9 (5) of the Instrument of Government. The governing body can only suspend a governor if one or more of the following grounds apply;

- The governor is paid to work at the College and is the subject of a disciplinary proceedings in relation to his or her employment
- The governor is a student at the College and is the subject of disciplinary proceedings in relation to their study at the College
- The governor is the subject of any court or tribunal proceedings, the outcome of which may be that he or she is disqualified from continuing to hold office as a governor
- The governor may have acted in a way that is inconsistent with the College's ethos and values and may have brought, or may be likely to bring, the College, governing body or his or her office in to disrepute and this potential conduct is under investigation
- The governor may be in breach of his or her own duty of confidentiality to the College, the staff or to the Students and this potential conduct is under investigation.

The Corporation can vote to suspend a governor on any of the above grounds but does not have to do so. The Corporation should only use suspension as a last resort after seeking to resolve any difficulties or disputes in other ways, where practicable.

Any motion to suspend must be specified as an agenda item of a meeting for which at least 7 clear days' notice in writing must be given. Before the governing body votes to suspend a governor, the governor proposing the suspension must give the reasons for doing so. The governor who is proposed for suspension must be given the opportunity to make a statement in response before withdrawing from the meeting and a vote then takes place.

The Corporation will decide whether or not the Member should be temporarily removed from office. In either case the Clerk will notify the Member of the Corporation's decision in writing as soon as practicable after the meeting and, in any event, within fourteen days.

A Member suspended from office will have no right of appeal against the Corporation's decision but any suspension will be kept under regular review and will be in place for no longer than is considered necessary.

A governor who has been suspended must be given notice of any meetings and may be sent agendas, reports and papers for any meetings they were due to attend during his or her suspension, providing they do not prejudice any investigation arising from the suspension. They will not be entitled to vote on resolutions while they are suspended.

A governor who has been suspended cannot be disqualified from holding office for failure to attend meetings.

5. Removal of a Co-optee Member \ Associate Governor from a Committee

A person co-opted by the Corporation to serve as a Member of a Committee (“the Member”) may be removed from Membership of that Committee if he or she has failed to attend meetings of the committee for a period of six months or more, or for any other reason, at the sole discretion of the Corporation.

In the event that the Corporation is considering the removal of a Member, the Member will be provided with written notification setting out why the Corporation is considering taking such action.

The Member will be notified of the time and place of the Corporation meeting at which the Member’s removal is to be considered and the Member has the right to provide written representations as to why (s)he should not be removed from Membership of the relevant committee or to attend the meeting to state his/her case as to why (s)he should not be removed. The Member will not be entitled to attend any part of the meeting not relating to his/her removal and will not be entitled to be present during any discussion or voting by the Corporation that takes place after the hearing of the facts relevant to the Corporation’s decision.

The Corporation will decide whether or not the Member should be removed from Membership of the committee and the Member will be notified of the Corporation’s decision in writing as soon as practicable after the meeting, and in any event within fourteen days.

A Co-optee Member\ Associate Governor removed from Membership of a committee will have no right of appeal against the Corporation’s decision.

Appendix 5 - Committees of the Corporation

The Corporation has established six committees to consider matters relevant to its work. These are:

Audit

Governance & Search (will become Search Committee from September 2022)

Human Resources & Organisational Development

Remuneration

Quality & Standards

Strategy, Finance & Resources

In addition to these Committees, an Emergency Planning Group, a task and finish group, of the Corporation was established to work with the Senior Leadership team to oversee and approve measures taken to enable the College to operate effectively in the wake of the Coronavirus pandemic.

Decision making powers are vested in some committees but the Corporation will, from time to time, empower them to make decisions on matters other than those which the Articles of Government state may not be delegated.

Term of Office, Co-option to Committees, Quorum, Clerking and Frequency of Meetings

1. Chair and Vice Chair of the Committee: appointed for 24 months at the last meeting of the Academic Year.
2. Term of Office of Members: four years
3. Co-option onto a committee: a committee may co-opt such Corporation Members, or non-Members, as it sees fit subject to the approval of the Corporation excluding, in the case of the Audit Committee, the College's audit providers, bankers and insurers. Should the Corporation delegate any decision-making powers to the Committee, co-opted Members will not have voting rights.
4. Co-opted Committee Members\ Associate Governors are not generally Members of the Corporation.
5. Clerking: the Clerk to the Corporation shall be the Clerk to all Committees.
6. Quorum: a committee shall be quorate when 40% of its Membership is present rounded to the nearest whole number. Committees may set themselves a higher target.
7. Frequency: The Audit, HR&OD and Strategy, Finance & Resources Committee shall normally meet once per term, with the Search Committee and Quality & Standards Committee meeting twice per year and the Remuneration Committee at least once per year.

Audit Committee Terms of Reference 2021-22

Authority:

The Committee has a right to scrutinise any activity within its terms of reference which may involve engaging a third party to assist.

All employees are directed to co-operate with any request made by the Committee.

The Committee has a responsibility to maintain its independence in appointing members. Collectively, the members of the Committee should 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 audit and assurance.

The Committee has a right to access all information and explanations it considers necessary, from whatever source, to fulfil its remit. The Committee is authorised by the Corporation to obtain outside legal or other independent professional advice and to secure the attendance of outsiders with relevant experience and expertise if it considers this necessary.

The responsibilities of the Committee shall not extend to an executive role and shall not require members of the committee to offer professional advice to the Corporation.

Duties:

To advise the Corporation on the adequacy and effectiveness of the College's systems of internal control and its arrangements for risk management, control and governance processes, and securing economy, efficiency and effectiveness (value for money).

Attendance:

- The Principal and Internal Auditor Service (IAS) shall normally attend the meetings.
- The Financial Statement Auditors may attend.
- At least once a year the committee shall be able to meet with all auditors without any member of the Senior Management Team being present.
- Auditors may request a meeting if they consider it necessary and the committee will endeavour to comply with such requests.

Terms of Reference

1. To assess and produce an opinion, via an annual report which summarises the committee's activities relating to the financial year under review, to be submitted to the Corporation and accounting officer, before the statement of corporate governance and internal control in the annual accounts is signed, which should include comment on:
 - a) a summary of the work undertaken by the committee during the year
 - b) the adequacy and effectiveness of the College's audit arrangements, its framework of governance, risk management and control and its processes for securing economy, efficiency and effectiveness
 - c) the solvency of the institution
 - d) the safeguarding of its assets

- d) any significant matters, including matters of internal control, arising from the work of the IAS, the funding auditors (where appointed) and the financial statements auditor
 - e) the committee's view of its own effectiveness and how it has fulfilled its terms of reference
2. To advise the Corporation on the appointment, reappointment, dismissal and remuneration of the financial statements and regulatory auditors and other assurance providers including the internal audit service (IAS) and ensure that all assurance providers adhere to relevant professional standards
 3. To advise the Corporation on the scope and objectives of the work of the IAS, the financial statements auditor and the funding auditor (where appointed)
 4. To ensure effective coordination between the IAS, the funding auditor (where appointed) and the financial statements auditor, including whether the work of the funding auditor should be relied upon for internal audit purposes
 5. To consider and advise the Corporation on the audit strategy and annual internal audit plans for the IAS
 6. To advise the Corporation 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 (where appointed), and management's responses to these
 7. To monitor, within an agreed timescale, the implementation of agreed recommendations arising from the management letters and reports of the financial statements and regulatory auditor, and of any reports submitted by other providers of audit and assurance services to the College
 8. To 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 are safeguarded.
 9. To consider and advise the Corporation on relevant reports by the National Audit Office (NAO), and funding bodies, and, where appropriate, management's response to these
 10. To establish, in conjunction with the College management, relevant annual performance measures and indicators, and to monitor the effectiveness of the IAS and financial statements auditor through these measures and indicators and to decide, based on this review, whether a competition for price and quality of the audit service is appropriate
 11. To oversee the Corporation's policies on fraud, irregularity and whistleblowing and ensure that all allegations of fraud and irregularity are properly followed up and in this connection, ensure:
 - a) the proper, proportionate and independent investigation of all allegations and instances of fraud and irregularity
 - b) that investigation outcomes are reported to the committee and that the external auditors, and internal auditors where appointed, have been informed
 - c) that appropriate follow up action has been planned / actioned
 - d) that all significant cases of fraud or suspected fraud or irregularity are reported to the chief executive of the appropriate funding body
 12. To be informed of all additional services undertaken by the IAS, the financial statements auditors and the funding auditors (where appointed).
 13. To monitor and ensure control actions are implemented in respect of risks identified within the Risk Register (monitored either directly by this Committee or via other Committees)
 14. To monitor progress, within agreed timescales, against Key Performance Indicators assigned to the Committee for oversight.

15. To periodically review its own effectiveness and report results of the review to the Corporation.

Composition: 3 - 6 Members

Note: the following may not be members of this Committee

- Chair of Corporation,
- Principal and other holders of senior posts
- Staff Governors
- Members of Strategy and Finance Committee (other than by temporary arrangement)
- Co-opted members from the College's audit providers, College bankers and insurers

Quorum: 40% (minimum 3)

Meeting Frequency: Normally 3 - 4 meetings per year, timed to facilitate the committee's schedule of business

Terms of Reference: Approved: November 2021

Next Review Date: November 2022

Human Resources and Organisational Development Committee Terms of Reference 2020-21

Note: The Remuneration Committee deals with the remuneration and conditions of service matters concerning the Senior Post Holders.

Responsibilities:

1. To consider and advise the Corporation on all strategic matters connected with the College workforce and organisational development, including the current and projected staffing needs, recruitment and retention policy, and pay and working conditions
2. To consider and advise the Corporation with regard to the College workforce development plan, the impact it is having and alignment with the College Strategic Plan
3. To monitor Health and Safety at each meeting on behalf of the Corporation (the Chair of the Human Resources / OD Committee is the representative of the Corporation with responsibility for Health and Safety) and report annually on this to the Corporation, making recommendations when required
4. To monitor the staff aspects of Safeguarding, and Safeguarding Training, at each meeting on behalf of the Corporation, (the Corporation's Staff Safeguarding Lead member is normally a member of the Committee), to include the Prevent Strategy, and report on this annually to the Corporation making recommendations where required.

5. To monitor Equality, Diversity and Inclusion on behalf of the Corporation (the Corporation's Nominated Equality and Diversity Member(s) are normally members of the Committee).
6. To monitor the effectiveness of all policies relating to the college workforce. Also, to recommend associated new or amended policies to the Corporation for approval
7. To receive reports on staffing matters and contracts entered into by the Human Resources Department.
8. To advise the Corporation on the conduct, composition and procedures of any selection panel for senior post holders and generally on the appointment of senior post holders (unless the Corporation agree to appoint a separate task and finish group for this purpose).
9. To monitor employment issues raised by the Employers Forum and Trade Unions.
10. To monitor and ensure control actions are implemented in respect of Risks identified within the Risk Register as being assigned to the Committee for review.
11. To agree and monitor actions needed to implement the strategic priorities in the current College Strategic Plan where there is an impact on the College's organisational development related to its human resources and monitor agreed Key Performance Indicators assigned to it for oversight
12. To monitor on behalf of the Corporation reporting related Gender Pay Gap data as required under current legislation relating to the College

Terms of Reference: **Approved** October 2021 **Review Date:** October 2022

Composition: 5 - 7 Members

Note: the following may not be members of this Committee / hold position of Chair or Vice Chair

- Staff and Student members may not be members of this Committee
-

The Chair and Vice Chair of the Committee are appointed for a 2-year period.

Quorum: 40% (minimum 3)

Meeting Frequency: Normally 3 meetings per year, timed to facilitate the committee's schedule of business

Governance & Search Committee

Terms of Reference 2021-22

Responsibilities:

Recruitment and Development

1. Investigate and recommend to the Corporation policies and processes for recruiting new members taking into account equality, diversity and inclusion, the needs of the Corporation and the local community, and any potential conflicts of interest.
2. Conduct interviews for prospective independent members (including Co-optees) and make recommendation to the Corporation on appointment.
3. Evaluate the contribution made by existing members and make recommendation to the Corporation for consideration for re-appointment.
4. Monitor the induction, retention, attendance and succession planning of Corporation members and recommend action where appropriate.
5. With the Chair of Corporation, consider the outcome of the annual governor development meetings and Skills Audit to identify and monitor training, development and recruitment needs as well as the associated planning and organising of appropriate development sessions.

Governance

6. Monitor governance arrangements against best practice, including input from the annual governor development process and make recommendations for changes to the arrangements, to the Corporation.
7. To have oversight of the arrangements for any internal and external reviews of governance.
8. Contribute to and approve the governance element of the College Self-Assessment Report (SAR) and the Annual Report on Governance, including the elements relating to compliance with the AoC Code of Good Governance.
9. Ensure the Terms of Reference recommended by each Corporation Committee avoids duplication of responsibilities.
10. Review the Corporation's Governance policies and procedures including:
Standing Orders; Code of Conduct for Governors; Conflict of Interest policy.

Structures

11. Review the Committee structures and membership as required and recommend to the Corporation appropriate changes and the appointment of Committee Members.

12. Recommend to the Corporation a means of smooth transition in the event of a change in the Corporation structures.
13. To ensure that Lead and Link Governors are appropriately allocated, ensuring that Lead Governors are in place for all required areas and that Link Governors are in place for each Centre.

Risk

14. To monitor and ensure control actions are implemented in respect of Risks identified within the Risk Register as being assigned to the Committee for review

Strategy

15. To agree and monitor actions needed to implement the strategic objectives and priorities of the current College Strategic Plan falling within the committee's terms of reference and make recommendations to the Corporation.

Terms of Reference: Approved 4 October 2021

Review Date: October 2022

Composition: 3 - 6 Members
Quorum: 40% (minimum 3)

Note:

Convention is that the Vice Chair of Corporation is Chair of the Governance & Search Committee.

The terms of office of Chair & Vice Chair is two years.

The following may not be members of this Committee / hold position of Chair or Vice Chair

- No current restriction on committee membership
- *Staff and Student members may not hold position of Chair or Vice Chair

Meeting Frequency: Normally 1 meeting per term, timed to facilitate the committee's schedule of business

Strategy, Finance & Resources Committee

Remit and Terms of Reference 2021-22

The Corporation is responsible for the approval of overall strategy and of the annual estimates of income and expenditure ensuring solvency of the Corporation and safeguarding its assets.

Responsibility is devolved by the Corporation to the Strategy Finance & Resource Committee to undertake the following duties on its behalf.

To consider and make recommendations to the Corporation about Strategy, Policy and Finance including:

Strategy and Policy

1. Advising on the philosophy, purpose and ethos of the College and all matters related to these areas.
2. Working with the Senior Leadership Team to shape strategic options.
3. Recommending to the Corporation approval of policies relevant to the ethos, financial probity and sound governance of the College.
4. To agree and monitor actions needed to implement the key strategic objectives (in line with agreed key performance indicators), contained in the current College Strategic Plan.

Finance

5. Making recommendations about all aspects of the Corporation's finances, financial policies and controls (except those matters which are the responsibility of the Audit Committee), including making recommendations to the Corporation about the appropriate level of fees and charges for services provided to students.
6. Monitoring the effectiveness of contracts for the supply of goods or services over £100,000 entered into by the College and making recommendations to the Corporation about the renewal of major contracts e.g. for cleaning or catering.
7. Reviewing the annual financial statements before submission to the Corporation, focusing on the going concern assumption, and compliance with Funding Body and legal requirements, current accounting standards, policies and practices.
8. Making recommendations to the Corporation about the Annual Review of Financial Regulations, and any necessary changes to the Corporation's Standing Orders.
9. To monitor and ensure control actions are implemented in respect of Risks identified within the Risk Register as being assigned to the Committee for review.

Composition: 4-7 Members

Quorum: 40% (minimum 3

members)

Convention is that the Chair of Corporation is the Chair of the Committee.

The Term of Office of Chair and Vice Chair is two years.

Meeting Frequency: At least 1 meeting per term

Terms of Reference: Approved: November 2021

Review Date: November 2022

Quality & Standards Committee

Terms of Reference 2020-21

Responsibilities:

1. To monitor the academic performance of the College and to advise the Corporation on matters concerning the quality and effectiveness of the College educational provision and consider proposals for improvements in performance.
2. To agree appropriate targets for college performance and improvements in students' achievements for recommendation to the Corporation.
3. To consider matters referred by the Corporation such as areas of outstanding or weak performance.
4. To contribute to the annual self-assessment cycle and to approve and recommend to the Corporation the annual Self-Assessment Report.
5. To consider the outcomes of Learner and other stakeholder Voice surveys in relation to the quality of provision and receive reports on the feedback received from students and others and to review the arrangements for dealing with those responses.
6. To receive reports on, and monitor, student achievement, student retention and achievement targets, student destinations and teaching and learning, and performance against targets, consistency of performance across the college and other performance indicators and to draw key issues to the attention of the Corporation.
7. To consider and make recommendations on matters, including policies and strategies, relating to quality assurance and improvement activity and student welfare.
8. Review the impact of College policies (including Equality, Diversity and Inclusion, Safeguarding (including PREVENT Duty) and Disability Discrimination Act) on minimising performance gaps across cohorts of students and draw key issues to the attention of the Corporation.
9. To monitor and ensure control actions are implemented in respect of Risks identified within the Risk Register as being assigned to the Committee for review.
10. To agree and monitor actions needed to implement the KPI's of the current College Strategic Plan assigned to the Committee.
11. To review the range of the College's curriculum offer and consider any implications arising from national policy/guidance and to advise the Corporation as appropriate.
12. To oversee the development of the College's quality strategy and policy for approval by the Corporation.
13. To monitor regular reports on complaints, to receive the annual report on complaints and compliments and to keep the Complaints & Compliments policy under review.

14. To review arrangements for promoting equality, diversity and inclusivity with the staff and student body and monitor progress against appropriate equality, diversity and inclusivity impact measures.

15. To review the College's arrangements for safeguarding and Prevent and ensure that the Board fulfils its responsibilities through termly monitoring reports and the consideration of an annual report.

Composition: Not less than 4 Members

Quorum: 40% (minimum 3 members)

Note: the following may not be members of this Committee/hold position of Chair or Vice Chair:

No current restriction on membership

Staff and Student members may not hold position of Chair or Vice Chair (potential conflict of interest)

The term of office of Chair and Vice Chair is two years.

Meeting Frequency: At least once per term

Approved: November 2021

Review: November 2022

Remuneration Committee

Terms of Reference 2021/22

Responsibilities:

To advise and make recommendations to the Corporation within the framework set by the Corporation on:

1. the remuneration of Senior Post Holders (as defined by the Corporation) taking into account the outcomes of the annual Senior Post Holder appraisal process;
2. matters relating to the conditions of service of Senior Post Holders;
3. matters relating to the conditions of service and remuneration of the Clerk.

Composition: 4 - 6 Members

Quorum: 40% (minimum 3 members)

Meeting Frequency: At least 1 meeting per year

Terms of Reference: Approved **23 November 2021**

Review Date: November 2022

Emergency Planning Group

Remit and Terms of Reference

Emergency Planning Group (EPG)

The Emergency Planning Group is a task and finish group formed in the wake of the Coronavirus pandemic to work with the Senior Leadership team to oversee, and recommend approval for, all measures taken to enable the College Group to run effectively.

The **EPG** will operate with authority delegated by the Corporation.

1. Composition (5 members)

The Composition will be as follows:

Chair of Corporation (Chair)

Chair of Audit Committee

Chair of Governance & Search Committee

Chair of the Human Resources & Organisational Development Committee

Chair of Quality & Standards Committee

2. Remit

To undertake work with the Group Principal and senior leaders to ensure that appropriate arrangements are put in place to enable the safe and effective working of the College Group during the continuing coronavirus crisis.

To ensure that the College Group discharges its educational responsibilities to its learners, whilst having due regard for the health and safety of staff and students at all times.

3. Terms of Reference

The Emergency Planning Group will report directly to Corporation, but has the authority to make ad hoc decisions on behalf of the Corporation during the period of the Coronavirus pandemic, and its aftermath.

Items of business that fall within the non-delegable responsibilities of the Corporation, specified in Article 9 of the articles of government of the Corporation, will have a decision taken in principle by the EMG, with the decision ratified by Corporation through a written resolution.

4. Quoracy

The quorum for meetings will be 3 members (40%).

5. Mode of Working

Through electronic and/or written communications, and meetings held, as and when required, where possible.

Composition: 5 Members (Chairs of the Standing Committees)

Quorum: 40% (minimum 3 members)

Meeting Frequency: As required

Terms of Reference: Approved: June 2020

Appendix 6 - Complaints against the Corporation, Board Members and the Clerk

In order to ensure that the affairs of the College are conducted in an open and transparent manner, and that the College is accountable for its use of public funds, it is important for there to be appropriate complaints procedures in place and for these to be well publicised. Members have specific responsibility under the Articles of Government to make rules specifying the procedures in accordance with which employees may seek redress of any grievances relating to their employment, to have formal complaints procedures in place to handle issues raised by students, former students and third parties and of the legal requirement to have a whistleblowing procedure in place. Under the ESFA's Conditions of Funding Agreement with colleges, students, employers and other third parties have a right to make a complaint to the ESFA in respect of the College or of any of its decisions, and this right is referred to in the College's relevant complaints and disciplinary procedures. Copies of these procedures can be obtained from the Clerk.

For the avoidance of doubt, this procedure is limited to complaints that relate directly to the actions of the Corporation or of any individual Corporation Member or the Clerk. It does not apply to complaints or concerns raised by staff or students of the College which fall within the scope of any grievance procedure, student complaints procedure, whistleblowing procedure or other applicable procedure operated by the College from time to time.

The Corporation prefers to resolve matters in an informal way whenever possible and the options to do this should initially be discussed with the Clerk to the Corporation, or with the Chair of Corporation if a complaint is about the Clerk. Where a satisfactory resolution cannot be found via an informal approach, the formal procedures will be invoked.

1. A complaint against the Corporation, a Board Member (including the Group Principal/Chief Executive if the complaint relates to his/her role as a Board Member) or the Clerk to the Corporation may be made by an individual or an organisation in relation to his/her or their dealings with the College. Complaints must relate to¹:
 - 1.1 the performance by the Corporation, a Board Member or the Clerk of the functions respectively allocated to them under the Articles of Government of the College; and/or
 - 1.2 the exercise by the Corporation of its powers; and/or
 - 1.3 any other alleged breach or non-observance of the duties of the Corporation, individual Board Members or the Clerk under the Instrument or Articles of Government of the College, its Code of Conduct for Board Members or the ESFA Financial Memorandum or Funding Agreement.
2. All complaints should be made in writing, identifying the complainant² and addressed to the Clerk to the Corporation, Salford City College, Dronfield Road, Pendleton, M6 7FR (save where the complaint is in relation to the Clerk in which case it should be addressed to the Chair of the

1 Exceptionally, a complaint outside the parameters that follow may fall to be considered by the Corporation, for example a complaint against a member of staff, if the complaint is regarding the way in which the College has dealt with an earlier substantive complaint and may therefore raise issues as to the adequacy of the Corporation's oversight of College management.

2 Where the complainant has indicated that he/she wishes to remain anonymous he/she should be warned that in order to take effective action in respect of the complaint it may be necessary to reveal his/her identity on a "need to know" basis during any investigation. Where a complaint is received anonymously, it will not be appropriate to ignore such correspondence. Steps should normally be taken to establish whether, on the information available, a problem can be identified. If a problem is identified, remedial action should be taken. It may, however, be difficult to carry out a more detailed enquiry into a complaint without being able to interview the complainant and obtain the information that would be necessary to undertake a more robust enquiry.

Corporation, marked private and confidential at the College Address (as above). Complaints should be made as soon as possible after the event about which the complaint is made and should normally be lodged within a period of three months.

3. The complainant will be expected to state clearly the nature of and grounds for the complaint (see paragraph 1 above) and if appropriate provide copies of any related documentation. The complainant should also state the redress sought. It is not possible for a complainant to seek the disciplining of a member of staff or the removal of a Board Member or the Clerk since these are decisions for the Group Principal/Chief Executive of the College and the Corporation respectively in accordance with the Instrument and Articles of Government of the College.
4. The Clerk to the Corporation [Chair of the Corporation] will:
 - 4.1 acknowledge receipt of the complaint within seven working days; and
 - 4.2 refer the complaint to one or more of the following for investigation: the College's Audit Committee; one or more Board Members; a person (nominated by an external sector body) who has substantial experience of college governance (provided in each case that they have not been involved in the matters subject to the complaint). Any Complaint that refers to both the Chair and the Clerk will be referred for consideration by another Member of the Corporation or by a Committee convened for that purpose.
5. Such person(s) shall:
 - 5.1 consider the complaint and, if necessary in order to determine disputed issues of fact, interview the complainant and those subject of the complaint (3). They may refer issues to the Corporation's auditors (external and/or internal) or other independent advisers as they feel appropriate; and
 - 5.2 produce a written report of their findings in relation to the complaint and provide the complainant and the Corporation with a copy of such report as soon as possible. In any event, they shall produce an interim report within [28] days of the complaint being referred to them.
6. The Corporation at its next scheduled Board meeting after receipt of the findings of the investigation shall consider the findings and determine whether they find the complaint substantiated in whole or part and, if so, what, if any, remedy should be granted to the complainant. Where the complaint relates to one or more specified Board Members or the Clerk those persons shall withdraw and take no part in the discussion of the investigation outcome.
7. The Clerk to the Corporation [Chair of the Corporation] shall within [seven] working days of the Board's determination of the complaint provide a written response to the complainant and to those subject of the complaint confirming the decision of the Corporation in relation to the complaint, with reasons for its decision. The response may include details of any arrangements for pursuing the matter with any relevant external body (e.g. the Secretary of State/ESFA/FEC) if the complainant is not satisfied with the outcome.

3 There is no legal right to be accompanied at such meetings but consideration may be given to whether interviewees should be entitled to be accompanied and, if so, by whom.

Appendix 7 Administrative Standing Orders for Meetings

Background

To enable the Corporation and Committee Meetings to be conducted efficiently, and to enable Corporation Members to be properly briefed information should be presented in a consistent and easy to understand format.

This appendix sets out the way papers should be prepared to enable everyone to understand the administrative processes for governance and their role in ensuring that it runs as smoothly as possible.

Meetings

The Corporation needs to make decisions on a variety of issues and needs to be kept informed of many more. The Corporation and most Committees meet at least once a term. The duration of committee meetings varies, typically ranging between 2 and 3 hours and meetings of the full Corporation can be longer. There is a right of public access.

Agendas

The Agendas set the structure for each meeting, and are drafted by the Clerk, in consultation with the Group Principal and Chair, prepared 3 weeks before each meeting, and circulated to the Senior Management Team, to arrange for the preparation of the appropriate papers.

Circulation of Papers

Meeting Papers are sent to Corporation Members 7 days before each meeting.

To allow time to for papers to be printed and collated they must reach the Clerk to the Corporation on the date shown in the Annual Meeting Planner – internal version.

Papers should be sent electronically in the required format to denise.hark@salfordcc.ac.uk

Denise Hark
Head of Governance / Clerk to the Corporation
Salford City College
Pendleton Sixth Form College
Dronfield Road
Pendleton
M6 7FR

Meeting Papers

The papers for each meeting are:

Corporation
Agenda
Previous Corporation meeting minutes (for approval)
Minutes of committee meetings held since the last Corporation meeting (for approval)
Reports for each agenda item, with cover sheet
Evaluation of Meetings Form

Committees

Agenda

Previous Committee meeting minutes (for approval)

Reports for each agenda item, with a cover sheet

Reports

Corporation Members have relatively little time to consider each item, and reports have to be clear and concise. Reports should start with a cover sheet.

The cover sheet should contain a brief background paragraph, followed by a statement of the key issues, and an indication of any decisions required. It should indicate whether the report's contents will have any impact on the implementation of the Equality and Diversity Policy, and confirm that the Health and Safety implications of any proposals have been considered.

Reports should be prepared in accordance with Salford City College Brand Guidelines. Where possible diagrams or graphics should be used, and statistical data should be accompanied by explanatory text

Reports, documents and papers considered by the Corporation are available for public inspection. Such documents can be made confidential if employees or students are named or the Corporation considers any matters confidential. The status of confidential items is reviewed at least annually by the Corporation.

During meetings introductions to papers or presentations should be as concise as possible and concentrate on key issues and the decision or action needed. There should not be a read through of a report.

If material is to be tabled, sufficient copies should be prepared in advance, and an electronic copy must be sent to Clerk to the Corporation for inclusion in the Corporation files and circulation electronically.

Monthly Financial Accounts

Following good practice guidance issued by the ESFA a copy of the management accounts is sent to governors electronically on a monthly basis along with an accompanying narrative.

Minutes

Minutes are produced by the Clerk and normally approved by the Chair within seven days of a meeting and are formally approved at the next meeting. It is an external regulatory requirement that minutes are available to the public, and shown on the College website.

Minutes are consecutively numbered for the Corporation and for each committee starting with a year prefix i.e. 21 for 2021 - 2022 and then the minute number i.e. 21/22 followed by 21/23.

Contingency cover for the production of minutes and papers

Contingency cover is arranged for the Clerk's tasks by agreement between the Chair of Corporation and the Group Principal.

Appendix 8 Scheme for the reimbursement of costs associated with Membership of the Corporation

Also see The Handbook for Governors

Attendance at meetings of the Corporation and Committees of the Corporation

1. Payments for travel to meetings and on the business of the Corporation are paid per mile at the College rate.
2. Payment for all other expenses including telephone, postage, photocopying, other reprographic work, wear and tear on personal equipment and other eligible expenditure not to exceed £100 per year.
3. Any claims, which exceed this sum, must be approved by the Corporation.
4. Any claim for payment must be submitted on the appropriate form and authorised by the Clerk within the limits set out above. Forms should be obtained from the Finance Manager.

Participating in approved training programmes for Members of the Corporation

1. The tuition fee (if any) will be paid by the College in approved cases.
2. Travel costs (based on second class rail fares) will be reimbursed by the College in approved cases.
3. Any relevant subsistence costs will be reimbursed by the College in approved cases.

How to apply for reimbursement of costs

If a Member of the Corporation has the opportunity to participate in a training programme it is suggested that he/she contacts the Clerk to discuss the arrangements before any commitments are made. The Clerk will consult the Chair of the Corporation as appropriate.

Appendix 9 – Governor Role Descriptions and Person Specifications

Post:	Corporation Chair
Salary Grade:	Voluntary position
Responsible to:	Corporation

Key Purpose:

1	To preside over meetings of the Corporation.
2	The Chair has specific responsibilities defined in the Articles of Government and, in addition, the Corporation has delegated a general power to take action in appropriate circumstances (set out in Section 9 of the Standing Orders).

Duties and Responsibilities: (in addition to those for a Member)

1	<p>Provide effective leadership to ensure that the Corporation:</p> <ul style="list-style-type: none"> • meets its statutory duties and responsibilities, • monitors the financial health of the College, • maintains a strategic oversight of the College, • articulates its vision, and sets corporate objectives, • maintains and develops the educational character, values and ethos of the College, • establishes high standards of integrity, • observes the Nolan principles of public life and declares any conflicts of interest, • acts reasonably, fairly and in line with what is morally right, • ensures members conflicts of interest are declared and managed appropriately • operates together as a group, while recognising different views, and appoints, supports and authorises suitably-qualified people to key roles and committees
2	Exercise a second or casting vote where there is an equality of votes on any issue at a Corporation Meeting.
3	Develop an effective working relationship with the Group Principal and the Clerk based on a full understanding of the role of the Corporation in the governance of the College.
4	Where appropriate, to offer both general and specific support to the Group Principal where strategic, major or contentious issues are involved.
5	<p>Lead the assessment of:</p> <ul style="list-style-type: none"> • Members' individual and joint performances, and • the performance of the Group Principal and the Clerk.

6	Ensure that appropriate arrangements are in place for appointing, suspending and dismissing people who hold senior posts.
7	With the support of the Clerk, to ensure that: <ul style="list-style-type: none"> • appropriate issues are brought to the Corporation, • the business at Corporation Meetings is conducted efficiently and effectively, • issues are debated fully and that all Members have the opportunity to contribute, • discussions and decisions are properly summarised and recorded, and • the Corporation communicates the decisions it has taken to all those who need to know.

Additional information and duties:

External Role:

The Chair may be asked to:

- Represent the Corporation and College at external meetings, presentations and conferences (this is not an exclusive role and can be extended to other members)
- Play an agreed ambassadorial role on the College's behalf
- Participate in activities as agreed with the Corporation on a regional and national level to the benefit of the College and the Corporation i.e. Governors' Council and AoC Regional Committee

Time Commitment:

A minimum of three Corporation meetings and three Committee meetings per year.
Note; Corporation meetings are normally held in the afternoon and Committee meetings are normally held in the afternoon / early evening

Participation in; strategic planning, College self-assessment validation and training events

In addition to the minimum commitment of 100 hours per academic year required of a Corporation Member, the Chair's role usually needs 10 days for consultations with the Group Principal, and other organisations.

The Chair will undertake an annual one to one assessment of individual Corporation members and arrange for their own annual assessment – estimated to be 25 - 30 hours annually. They will also take part in an annual evaluation by the members of the Corporation.

The Chair is appointed for a two year term in the role. This term may extend beyond their term of office as a member of the Corporation to enable the full 2 years to be completed

Remuneration:

No remuneration, but travel and some other agreed expenses may be claimed in accordance with Standing Orders and Members' Handbook.

Variations to the role description may be required from time to time and when these arise they will be discussed with the member and agreed by the Corporation.

All post holders are expected to comply with the College's applicable policies and codes of practice.

Person Specification – Corporation Chair

		<u>Essential / Desirable</u>
Experience	1 Genuine interest in driving and promoting excellence	E
	2 Recent experience / evidence of continuing professional engagement in an area that will support the Corporation in successfully guiding the College	E
	3 Senior role holder / experience of management oversight in an organisation	E
	4 Experience of leadership roles in an organisation	E
	5 Experience of developing and guiding strategy for an organisation or large division	E
	6 Experience of chairing / running meetings with senior staff	E
Skills	6 Able to communicate effectively at all levels	E
	7 Able to work effectively as part of a team	E
	8 Able to network effectively	E
	9 Able to analyse and interpret significant amounts of information	E
	10 Able to question and challenge effectively	E
	11 Demonstrate tenacity	E
	12 Flexible approach with capacity to meet required time commitments as an active Governor	E
	13 Make reasoned decisions and act honestly, diligently and in good faith	E
	14 Establish an effective course of action for self and others to achieve required performance standards	E
	15 Good leadership skills.	E
	16 Impartiality, fairness and the ability to respect confidences.	E
	17 Ability to ensure decisions are taken and followed-up.	E
	18 Good time-keeping.	E
19 Tact and diplomacy	E	
Other	20 Commitment and responsibility to safeguarding and promoting the welfare of children and vulnerable adults	E
	21 Commitment to College policies	E

Post:	Corporation Vice Chair
Salary Grade:	Voluntary position
Responsible to:	Chair of the Corporation and the Corporation Board

Key Purpose:

1	The Chair has specific responsibilities defined in the Articles of Government and, in addition, the Corporation has delegated a general power to take action in appropriate circumstances (set out in Section 9 of the Standing Orders). The Vice Chair needs to be cognisant of these and be prepared to stand in for the Chair in the event that they are not able to do so. Normally, the exercise of any responsibilities or powers will be ratified by the Chair.
----------	--

Duties and Responsibilities:

1	<p>Provide effective leadership in support of the Chair, including in their absence, to ensure that the Corporation:</p> <ul style="list-style-type: none"> • meets its statutory duties and responsibilities, • monitors the financial health of the College, • maintains a strategic oversight of the College, • articulates its vision, and sets corporate objectives, • maintains and develops the educational character, values and ethos of the College, • establishes high standards of integrity, • observes the Nolan principles of public life and declares any conflicts of interest, • acts reasonably, fairly and in line with what is morally right, • ensures members conflicts of interest are declared and managed appropriately • operates together as a group, while recognising different views, and appoints, supports and authorises suitably-qualified people to key roles and committees
----------	--

2	<p>In the absence of the Chair or where deputised to do so, the Vice Chair ensures that they:</p> <ul style="list-style-type: none"> • Exercise a second or casting vote where there is an equality of votes on any issue at a Corporation Meeting. • Develop an effective working relationship with the Group Principal and the Clerk based on a full understanding of the role of the Corporation in the governance of the College. • Where appropriate, to offer both general and specific support to the Group Principal and Chair where strategic, major or contentious issues are involved. • Lead the assessment of: <ul style="list-style-type: none"> • Members' individual and joint performances, and • the performance of the Group Principal and the Clerk. • Ensures that appropriate arrangements are in place for appointing, suspending and dismissing people who hold senior posts.
3	<p>In the absence of the Chair or when deputised to do so, with the support of the Clerk, ensures that:</p> <ul style="list-style-type: none"> • appropriate issues are brought to the Corporation, • the business at Corporation Meetings is conducted efficiently and effectively, • issues are debated fully and that all Members have the opportunity to contribute,
4	To participate in key College processes as required.
5	To act at all times in accordance with College policies and codes of practice
6	To work flexibly in the interests of the organisation as required.
7	To participate in performance reviews
8	To be responsible for promoting and safeguarding the welfare of children,

Additional information and duties:

External Role:

The Vice Chair may be asked to (in the absence of the Chair and with the consent of the external organisation concerned):

- Represent the Corporation and College at external meetings, presentations and conferences (this is not an exclusive role and can be extended to other members)
- Play an agreed ambassadorial role on the College's behalf
- Participate in activities as agreed with the Corporation on a regional and national level to the benefit of the College and the Corporation i.e. Governors' Council and AoC Regional Committee

Time Commitment:

A minimum of three Corporation meetings and three Committee meetings per year.

Participation in strategy, training and quality evaluation events (typically no more than 2 days per academic year)

Normally, a minimum commitment of 60 hours per academic year is required. Deputising for the Chair may involve additional hours, as described in the Role Description of the Chair of Governors

*The Vice Chair will normally serve for a period of 2 years. The term of office for a Governor is 4 years. The Vice Chair can complete their term in office if their membership of the Corporation expires sooner.

Remuneration:

No remuneration, but travel and some other agreed expenses may be claimed in accordance with Standing Orders and Members' Handbook.

Variations to the role description may be required from time to time and when these arise they will be discussed with the post holder and agreed by the Corporation.

All post holders are expected to comply with the College's applicable policies and codes of practice.

Person Specification – Vice Chair

		<u>Essential /Desirable</u>
Experience	1 Genuine interest in driving and promoting excellence	E
	2 Recent experience / evidence of continuing professional engagement in an area that will support the Corporation in successfully guiding the College	E
	3 Senior role holder / experience of management oversight in an organisation	E
	4 Experience of leadership roles within an organisation	E
	5 Experience of developing and guiding strategy for an organisation or large division	E
	6 Experience of chairing / running meetings with senior staff	D
Skills	7 Able to communicate effectively at all levels	E
	8 Able to work effectively as part of a team	E
	9 Able to network effectively	E
	10 Able to analyse and interpret significant amounts of information	E
	11 Able to question and challenge effectively	E
	12 Demonstrate tenacity	E
	13 Flexible approach with capacity to meet required time commitments as an active Governor	E
	14 Make reasoned decisions and act honestly, diligently and in good faith	E
	15 Establish an effective course of action for self and others to achieve required performance standards	D
	16 Good leadership skills.	E
	17 Impartiality, fairness and the ability to respect confidences.	E
	18 Ability to ensure decisions are taken and followed-up.	E
	19 Good time-keeping.	E
	20 Tact and diplomacy.	E
Other	21 Commitment and responsibility to safeguarding / Equality and Diversity and promoting the welfare of children and vulnerable adults	E
	22 Commitment to College policies	E

The Corporation of Salford City College Governance Documents

Post:	Corporation Member / Governor
Salary Grade:	Voluntary position
Responsible to:	Corporation Chair

Key Purpose:

1	To be jointly accountable for exercising the responsibilities of the Corporation of Salford City College in accordance with the Instrument and Articles of Government and Standing Orders.
----------	---

Responsibilities of the Corporation of Salford City College:

1	Determine and periodically review the educational character and mission of the College and oversee its activities.
2	Publish arrangements for obtaining the views of staff and students on the determination and periodic review of the educational character and mission of the institution and the oversight of its activities
3	Approve the quality strategy of the College.
4	Ensure the effective and efficient use of resources, the solvency of the College and the Corporation and the safeguarding of assets.
5	Approve the annual estimates of income and expenditure.
6	Appoint the senior staff, and set a framework for the pay and conditions of service of all staff.

Duties and Responsibilities of Corporation Members:

a	To act within the Instrument and Articles, Standing Orders and Code of Conduct and policies of the Corporation, including supporting majority decisions, retaining confidentiality and declaring potential conflicts of interest.
b	To work co-operatively and flexibly with other Members of the Corporation, particularly the Chair and Vice Chair, the Group Principal of the College and the Clerk to the Corporation.
c	To be a Member of at least one Committee of the Corporation.
d	To attend Corporation meetings and Committee meetings in order to meet the agreed attendance target of 80%.
e	To participate in annual development reviews and in training to enhance personal effectiveness as a Corporation Member.

The Corporation of Salford City College Governance Documents

f	To gain an understanding of, and undertake training where necessary, in order to fully embrace the Corporation and College's approach to Safeguarding, Equality and Diversity and Health and Safety.
g	To operate in accordance with the seven Nolan Principles of Public Life.
h	To support and champion the work of the Corporation, the College, its staff and students.

Additional information and duties:

Time Commitment:

A minimum of three Corporation meetings and three Committee meetings per year.

Participation in strategic planning, College self-assessment validation and training events

Overall, a minimum commitment of 50 hours per academic year is required.

Remuneration:

No remuneration, but travel and some other agreed expenses may be claimed in accordance with Standing Orders and Members' Handbook.

Term of Office:

Governors are appointed for a term of 4 years

Variations to the role description may be required from time to time and when these arise they will be discussed with the post holder and agreed by the Corporation

All post holders are expected to comply with the College's applicable policies and codes of practice.

The Corporation of Salford City College Governance Documents

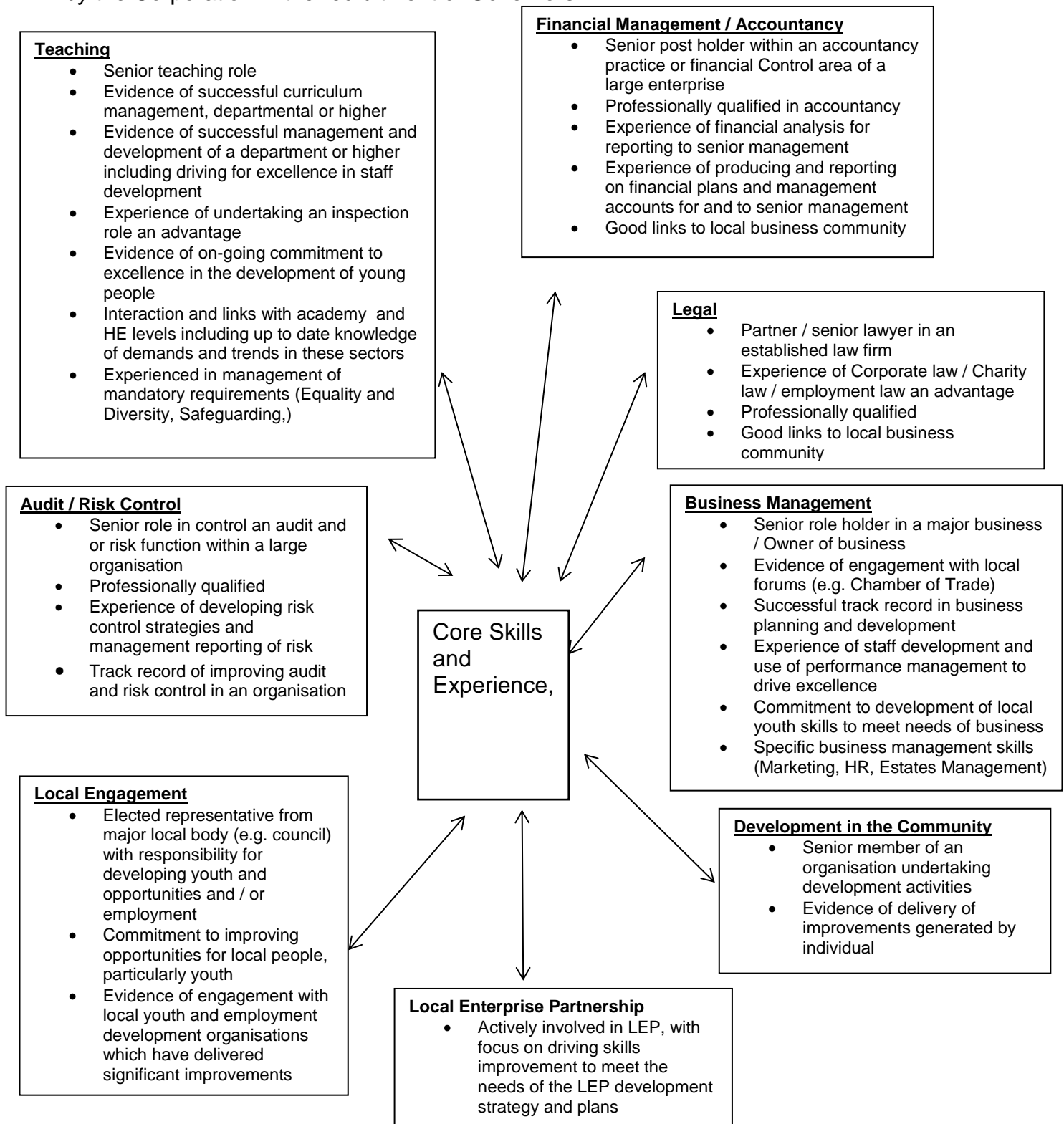
Person Specification – Corporation Member / Governor

- Generic skills and experience requirements, plus specific skill sets to consider (see Appendix 1 and 2)
- Current or recent experience preferred for all elements

		<u>Essential / Desirable</u>	
Experience	1	Genuine interest in driving and promoting excellence	E
	2	Recent experience / evidence of continuing professional engagement in an area that will support the Corporation in successfully guiding the College	E
	3	Senior role holder / experience of management oversight in an organisation	D
	4	Experience of developing and guiding strategy for an organisation or large division	D
	5	Experience of chairing / running meetings with senior staff	D
Skills	6	Able to communicate effectively at all levels	E
	7	Able to work effectively as part of a team	E
	8	Able to network effectively	D
	9	Able to analyse and interpret significant amounts of information	E
	10	Able to question and challenge effectively	E
	11	Demonstrate tenacity	D
	12	Flexible approach with capacity to meet required time commitments as an active Governor	E
	13	Make reasoned decisions and act honestly, diligently and in good faith	E
14	Establish an effective course of action for self and others to achieve required performance standards	E	
Other	15	Commitment and responsibility to safeguarding and promoting equality and diversity and the welfare of children and vulnerable adults	E
	16	Commitment to College policies	E

The Corporation of Salford City College Governance Documents

In addition to the above, the following are some examples of skill sets that may be sought by the Corporation in the recruitment of Governors.



Additional Information Relating to Governors who Chair a Committee of the Corporation

The role of the Committee Chair is to:

- agree meeting agendas through the Group Principal and the Clerk.
- Chair the meeting in an efficient and effective manner
- check draft minutes produced by the Clerk, and signal up any areas which require clarification or amendment
- address any other appropriate matters pertaining to the work of the Committee raised by the Group Principal, Chair of Corporation and Clerk
- all work undertaken will fall under the scope of the remit of the specific committee.

The Corporation of Salford City College Governance Documents

Post:	Corporation Co-optee \ Associate Governor
Salary Grade:	Voluntary position
Responsible to:	Corporation Chair

Key Purpose:

1	To contribute to Governors exercising the responsibilities of the Corporation of Salford City College in accordance with the Instrument and Articles of Government and Standing Orders.
----------	--

Responsibilities of the Corporation of Salford City College:

1	Determine and periodically review the educational character and mission of the College and oversee its activities.
2	Publish arrangements for obtaining the views of staff and students on the determination and periodic review of the educational character and mission of the institution and the oversight of its activities
3	Approve the quality strategy of the College.
4	Ensure the effective and efficient use of resources, the solvency of the College and the Corporation and the safeguarding of assets.
5	Approve the annual estimates of income and expenditure.
6	Appoint the senior staff, and set a framework for the pay and conditions of service of all staff.

Duties and Responsibilities of Corporation Co-opted Members\ Associate Governors:

Co-optee appointments provide valuable expertise in their area of experience and do not have to make the full-time commitment or take on the full range of responsibilities of College Governors.

Following an internal review of governance in January 2022 it was agreed that the role of Co-optee be re-categorised to include three distinct Co-optee categories.

Category 1 – Traditional Co-optee

The traditional role of Co-optee, which is to provide specific expertise or to carry out a specific task for a time limited period, continues to be called a **Co-optee**. This category of Co-optee has a 2-year period of office. Individual committees will continue to identify what supplementary experience and expertise they may need, and appropriate individuals will be sourced to supply this service.

Category 2 – Associate Governor (Future Governor)

Associate Governors are likely to be sourced through their direct application to the College. If suitable (determined by the usual formal interview by the G&S Committee) they would be allocated a 4-year

The Corporation of Salford City College Governance Documents

term of office, and would be required to undertake an induction process and an DBS check. Associate Governors may move to a full governor position if a suitable vacancy occurs.

Category 3 – SSHAPPAS Member

One secondary school Headteacher, from the Salford Secondary Heads and Principals Association (SSHAPPAS), will be appointed annually to act in a Co-optee capacity with a one-year tenure. The SSHAPPAS member will be a co-opted member of the Quality & Standards Committee.

Within the overall responsibilities of the Corporation, and as set out in the Instrument and Articles of Government, Co-optees will be responsible for:

a	Providing input, advice and professional expertise to assist Corporation Committees in their work, arising from their personal and professional experience and expertise on matters pertaining to the strategic direction of the College
b	Acting within the Instrument and Articles, Standing Orders and Code of Conduct and policies of the Corporation, including supporting majority decisions, retaining confidentiality and declaring potential conflicts of interest.
c	Working co-operatively and flexibly with Members of the Corporation, particularly the Chair and Vice Chair, the Group Principal of the College and the Clerk to the Corporation.
d	Being a Co-optee of one Committee of the Corporation, supporting and advising Governors and the Group Principal as appropriate and when required, providing an impartial and independent view with regard to the remit of the Committee.
e	Attending designated Committee meetings, aiming to meet agreed attendance target of 80%. When required, attending other meetings within the College at the request of the Chair of the Corporation, with adequate notice
f	Participating in annual development reviews and in training to enhance personal effectiveness as a Co-optee.
g	Gaining an understanding of, and undertake training where necessary in order to fully embrace the Corporation and College's approach to Safeguarding, Equality and Diversity, and Health and Safety.
h	Operating in accordance with the seven Nolan Principles of Public Life.
l	Supporting and championing the work of the Corporation, the College, its staff and students.

Additional information and duties:

Time Commitment:

Co-optees are normally asked to support one Committee and may be invited to attend Corporation Meetings.

Optional Participation in strategic planning and training events.

The Corporation of Salford City College Governance Documents

Overall, a minimum commitment of 25 - 50 hours per academic year is required.

Remuneration:

No remuneration, but travel and some other agreed expenses may be claimed in accordance with Standing Orders and Members' Handbook.

Term of Office

Traditional Co-optee – Category 1 appointed for 2 years.
Associate Governor – Category 2 appointed for 4 years.
SSHAPPAS Member – Category 3 appointed for 1 year.

Variations to the role description may be required from time to time and when these arise they will be discussed with the post holder and agreed by the Corporation

All post holders are expected to comply with the College's applicable policies and codes of practice.

The Corporation of Salford City College Governance Documents

Person Specification – Corporation Co-optee

Generic skills and experience requirements

Current or recent experience preferred for all elements

		<u>Essential / desirable</u>	
Experience	1	Genuine interest in driving and promoting excellence	D
	2	Recent experience / evidence of continuing professional engagement in an area that will support the Corporation in successfully guiding the College	E
	3	Senior role holder / experience of management oversight in an organisation	D
	4	Experience of developing and guiding strategy for an organisation or large division	D
	5	Experience of chairing / running meetings with senior staff	D
Skills	6	Able to communicate effectively at all levels	E
	7	Able to work effectively as part of a team	E
	8	Able to network effectively	D
	9	Able to analyse and interpret significant amounts of information	E
	10	Able to question and challenge effectively	E
	11	Demonstrate tenacity	D
	12	Flexible approach with capacity to meet required time commitments as a Co-opted Governor	E
	13	Make reasoned decisions and act honestly, diligently and in good faith	E
14	Establish an effective course of action for self and others to achieve required performance standards	E	
Other	15	Commitment and responsibility to safeguarding / Equality and Diversity and promoting the welfare of children and vulnerable adults	E
	16	Commitment to College policies	E