



The Board of Governors of East Norfolk Sixth Form College

Standing Orders

for the Conduct of Business



Instruments and Articles of Government:

These Standing Orders should be read in conjunction with the Instruments and Articles of Government, specifically Article 23, which may specify and require additional criteria to be met.

Contents

Section 1: Standing Orders of the Board of Governors3

Section 1A) INTRODUCTION3

Section 1B) COMPOSITION OF THE BOARD OF GOVERNORS4

Section 1C) APPOINTMENTS4

Section 1D) ELECTION AND REMOVAL FROM OFFICE OF GOVERNORS TO BOARD OF GOVERNORS .5

Section 1E) ELIGIBILITY AND REGISTER OF INTERESTS6

Section 1F) CODE OF CONDUCT6

Section 1G) ELECTION AND REMOVAL FROM OFFICE OF CHAIR AND VICE CHAIR(S)6

Section 1H) APPOINTMENT OF THE CLERK TO THE GOVERNORS7

Section 1I) CONDUCT OF BOARD OF GOVERNORS’ MEETINGS7

Section 1J) VOTING10

Section 1K) MINUTES, AGENDAS, AND PAPERS10

Section 1L) ATTENDANCE BY THE PUBLIC11

Section 1M) CONFIDENTIAL MINUTES AND PAPERS12

Section 1N) DELEGATION OF AUTHORITY TO THE CHAIR13

Section 1O) DELEGATION OF AUTHORITY TO COMMITTEES13

Section 1P) COMMITTEE STRUCTURE14

Section 1Q) TERMS OF REFERENCE COMMON TO ALL COMMITTEES15

Section 1R) ASSISTANT GOVERNORS TO COMMITTEES16

Section 1S) EXPENSES16

Section 1T) STATEMENTS MADE ON BEHALF OF THE BOARD OF GOVERNORS16

Section 1U) COMPLAINTS ABOUT THE BOARD OF GOVERNORS OR AN INDIVIDUAL GOVERNOR ...16

Section 1V) USE OF THE SEAL17

Section 1W) ADOPTION, MONITORING AND REVIEW OF THE STANDING ORDERS17

Section 2: Committee Terms of Reference18

Section 2A) AUDIT COMMITTEE18

Section 2B) SEARCH COMMITTEE23



Section 2C) FINANCE COMMITTEE27

Section 2D) EMPLOYMENT & REMUNERATION COMMITTEE30

Section 2E) STRATEGIC PLANNING COMMITTEE34

Section 2F) SPECIAL COMMITTEE38

Section 3: Powers and Responsibilities40

Section 3) POWERS AND RESPONSIBILITIES40

Section 4: Senior Post Holders.....41

Section 4) SENIOR POST HOLDERS.....41

Section 5: Annual Recurrent Approvals.....42

Section 5) ANNUAL RECURRENT APPROVALS42

Appendices.....43

Appendix 1) SCHEDULE OF APPROVALS.....43

Appendix 2) CURRENT COMMITTEE MEMBERSHIP46

Appendix 3) DATES FOR BOARD AND COMMITTEE MEETINGS - 2011/12.....48

Appendix 4) STANDING AGENDA ITEMS FOR BOARD AND COMMITTEE MEETINGS49

Appendix 5) GOVERNORS MEETING ATTENDANCE POLICY50

Appendix 6) PROCEDURE OF APPOINTMENT FOR INDEPENDENT GOVERNORS.....51

Appendix 7) PROCEDURE FOR THE REMOVAL OF A GOVERNOR FROM OFFICE52

Appendix 8) COLLEGE EXPENSES POLICY.....54

Appendix 9) RESPONSIBILITIES OF THE BOARD OF GOVERNORS55

Appendix 10) RESPONSIBILITIES OF THE CHAIR.....56

Appendix 11) RESPONSIBILITIES OF THE PRINCIPAL57

Appendix 12) RESPONSIBILITIES OF THE CLERK.....58

Appendix 13) CONTACT DETAILS OF THE CLERK.....60

Section 1: Standing Orders of the Board of Governors

Section 1A) INTRODUCTION

Nothing in this document is intended to override the provision of the Statutory Further Education Corporations (Former Sixth Form Colleges) (Replacement of Instruments and Articles of Government) Order 2007 that came into force on 1 January 2008 and amendments and modifications that have been enacted since this date. The Standing Orders of the Board of Governors are intended to cover a range of issues that will document how the Board of Governors meets its responsibilities, and exist to benefit the governance process.

A copy of these Standing Orders will be published on the College website. A copy shall also be given to each Governor or Assistant Governor on appointment, or upon the approval by the Board of Governors when revisions have been made to content. These Standing Orders will be the basis on which the Chair of the Board of Governors and each Chair of its Committees conduct meetings.

1. Interpretation

In these Standing Orders:

'College' means the East Norfolk Sixth Form College;

'Board of Governors' means the Governing Body of the East Norfolk Sixth Form College, also referred to as the Corporation or Board;

'Committee' means a Committee of the Board of Governors;

'Chair' means the Chair of the Board of Governors or of a Committee of the Board of Governors as the context requires;

'Vice-Chair' means the Vice-Chair of the Board of Governors

'Governor' means a Member of the Board of Governors;

'Assistant Governor' means a person who is not a Governor but who is appointed as a Member of a Committee;

'Principal' means the Principal of the East Norfolk Sixth Form College;

'Clerk' means the Clerk to the Governors;

Words imputing one gender shall impute all genders and the singular number shall include the plural and vice versa (unless the context otherwise requires).

2. Every Member of the Board of Governors and of its Committees shall be bound by these Standing Orders and shall be expected to adhere to the Seven Principles of Public Life as recommended by the Nolan Committee's report "Standards in Public Life". In summary these are:

- a) selflessness
- b) integrity
- c) objectivity
- d) accountability
- e) openness
- f) honesty
- g) leadership

3. Having first taken the advice of the Clerk, the ruling of the Chair as to the meaning and/or application of these Standing Orders shall not be challenged at any meeting of the Board of Governors or a Committee, nor open to discussion.

Section 1B) COMPOSITION OF THE BOARD OF GOVERNORS

1. The Board of Governors of East Norfolk Sixth Form College will determine its membership in line with the Instrument and Articles of Government. The total number of Governors determined by the Board of Governors is 19. The current composition of the Board of Governor is determined to be:
 - 12 Independent members who have a range of skills to ensure the Board carries out its functions.
 - 1 Principal.
 - 2 Parent members.
 - 2 Staff members .
 - 2 Student members.

Membership must be not less than 12 and not more than 20.

2. A list of the names of Governors of the Board will be published on the College's website. Addresses and telephone numbers of individual Governors of the Board will not be made available to third parties without the permission of that Governor. Persons wishing to contact Governors may do so by contacting to the Clerk.

Section 1C) APPOINTMENTS

1. The Board of Governors is responsible for ensuring its composition is suitable in all respects to meet its needs in managing its affairs. To this end the Board of Governors will have a Search Committee which will advise the Board of Governors on the skills required for Board membership. The Search Committee will undertake an annual skills audit of Governors so that the Board of Governors is kept informed as to the most appropriate experience and skills needed by the Board of Governors at any one time.
2. When a vacancy is to be filled by an Independent Governor (i.e. those other than Parent, Staff or Student Governors who are subject to nomination and vote by the relevant constituent bodies, or the Principal, or a Governor appointed by statute), the Board of Governors will not appoint any Governor without first considering the advice of the Search Committee in relation hereto. The Search Committee will follow a defined process of appointment for Independent Governors. When considering the appointment for new candidates, a process of recruitment including advertising, interview and assessment will take place. Any advertising campaign will be designed to attract candidates of an appropriate skills level, and will also be shaped where necessary to attract candidates of a representative ethnic background that reflects the local community. When considering the re-appointment of an existing Governor, a process of skills analysis, attendance, and contribution to the work of the Board of Governors will take place.

3. A Governor may seek reappointment at the end of their term of office and this will be determined by a resolution of the Board of Governors based upon a recommendation for action from the Search Committee. There is no limit to the number of times a Governor may seek re-appointment subject to them complying with the relevant criteria.
4. Prior to being recommended to the Board of Governors for approval, the Clerk will ensure that any individual applying for the position of Governor or Assistant Governor has satisfactorily passed any background checks as determined relevant by the Board of Governors and is eligible to be a Governor according to the criteria specified in the Instrument and Articles of Association.

Section 1D) ELECTION AND REMOVAL FROM OFFICE OF GOVERNORS TO BOARD OF GOVERNORS

1. Other than the Principal all Governors are elected to the Board of Governors. The term of office for an Independent Governor is 4 years. The term of office for Staff and Parent Governors is 2 years. The term of office for Student and Assistant Governors is 1 year. In the case of the Staff and Student Governors and the Principal, membership is dependent upon remaining either the Principal or a member of staff or a student at the College. In the case of Parent Governors, membership is dependent on being the parent of a child studying at the College at the time of election.
2. The full Board of Governors is the appointing authority in respect of the appointment of a Governor (other than a Governor appointed by a funding body established by statute). Where a vacancy exists, and as soon as practicable, all necessary steps will be taken to fill it.
3. On receipt of recommendations from the Search Committee Governors present at the meeting when an appointment is to be considered will vote on the recommendation. Appointment will be made on the basis of a simple majority. Proxy votes by Governors not present will not be permitted. In the event of a tied vote the Chair will have a second and casting vote.
4. Once the Board of Governors has given approval to appoint or re-appoint a Governor, the Clerk to the Governors will forward a letter to the new / renewed Governor of the Board of Governors confirming their appointment, seeking confirmation of agreement to abide by the Board of Governors' Code of Conduct and advising them of the Board of Governors' meeting schedule. The Clerk shall also forward other documents as relevant to the role of Governor.
5. A Governor may resign from office at any time by giving notice in writing to the Clerk to the Governors. Such notice is not required if at the time of expiration of the current term of office, a Governor decides not to seek re-election.
6. If a Governor is absent for more than 2 consecutive Board of Governors or Committee meetings the relevant Chair will be informed who will raise the matter with the individual concerned. If a Governor is absent for a period longer than six months without the permission of the relevant Chair, the Board of Governors may, by notice in writing to that Governor, remove them from office at which point the position will become vacant.

7. Should the Board of Governors consider that a Member is unable or unfit to discharge the function of a Governor, the Board of Governors may, by notice in writing to that Member, remove them from office at which point the position will become vacant.

Section 1E) ELIGIBILITY AND REGISTER OF INTERESTS

1. On being appointed to the Board new Governors will sign a declaration of eligibility to serve on the Board of Governors. All Governors will re-affirm their eligibility on an annual basis.
2. The Clerk will request each Governor to declare any interests which may affect their impartiality or independence as a serving Governor of the Board of Governors. These interests will be recorded in a register which will be available for public scrutiny. Governors shall advise the Clerk as soon as possible of any amendments to their record of interests. The Clerk will provide each Governor with a copy of their respective interests as published in the register for updating on an annual basis.
3. Where a Governor has a financial interest in the supply of work, goods or any contract for services concerning the College, it is the responsibility of that Governor to declare their interest. In these circumstances the Governor may not take part in any discussion, nor form part of the quorum, or vote on the relevant matter and shall withdraw subject to a majority decision of those Governors present.

Section 1F) CODE OF CONDUCT

1. Governors must agree, as a condition of Board of Governors membership, to be bound by the Code of Conduct for Governors as agreed by the Board of Governors. Acceptance of membership of the Board of Governors constitutes an agreement to comply with the code and whenever the Code is updated thereafter.

Section 1G) ELECTION AND REMOVAL FROM OFFICE OF CHAIR AND VICE CHAIR(S)

The following section relates to the Chair and Vice Chair of the Board of Governors only, and does not apply to Committees

The Board of Governors will appoint one Chair and at least one and a maximum of two Vice Chairs as follows:

1. Unless otherwise decided by the Board of Governors the Chair and Vice Chair(s) shall hold office from 30 November in the year of appointment until 29 November in the following year. At the end of that period Governors fulfilling those offices shall be eligible for re-election if they are still serving on the Board of Governors. This provision is subject to the right of the Board of Governors to remove the Chair or Vice Chair from office or for either office holder to resign in accordance with the Instrument of Government.
2. The Chair and Vice Chair shall be appointed from among Board Members. The Clerk will seek nominations from Board Members for the positions prior to the Board of Governors meeting

held in November each year. Nominations must be supported by a proposer and a seconder and the nominee must agree to the nomination.

3. The Clerk will preside over the election of a Chair and the Chair will preside over the election of a Vice Chair.
4. In the event of more than one nomination being received for each post, the Chair and Vice Chair will normally be appointed by a show of hands of Governors present and voting at the meeting. However, if demanded by any one Governor, the Chair and / or Vice Chair(s) may be elected by secret ballot, to be organised by the Clerk.

Should any ballot result in a tie, the temporary Chair of the meeting shall have the casting vote in respect of the election of the Chair. Governors will be made aware prior to the vote that this procedure will apply. The Chair of the Board of Governors shall have the casting vote with respect to the election of the Vice Chair(s).

5. The Principal, Staff Governors and Student Governors are not eligible to be Chair or Vice Chair. However, all Governors are eligible to participate in the process of appointment for the office of Chair and Vice Chair.
6. The position of Vice Chair may be used in the context of succession planning although it will not always be the case nor the intention that the Vice Chair succeeds the Chair.
7. If the Board of Governors is satisfied that the Chair or Vice Chair(s) are unfit or unable to carry out the function of office, it may give notice in writing removing them from office, upon which time the position will become vacant.

Section 1H) APPOINTMENT OF THE CLERK TO THE GOVERNORS

1. The Board of Governors shall appoint a person to provide the service of Clerk to the Governors on contractual terms approved by the Board of Governors.

Section 1I) CONDUCT OF BOARD OF GOVERNORS' MEETINGS

1. Meetings of the Board of Governors are scheduled to take place throughout the academic year. The normal number of scheduled meetings of the Board of Governors is 7 per academic year, though if the Board of Governors determines there may be more or less meetings provided that a meeting is held at least once in each academic term.
2. If the Chair is absent from any meeting of the Board of Governors, the Vice Chair shall assume the role of Chair. If there is more than one Vice Chair, they will decide between themselves who should assume the role of Chair. If both the Chair and Vice Chair/s are absent from any meeting of the Board of Governors, the Governors present shall choose one of their number to act as Chair for that meeting provided that the Governor chosen shall not be the Principal, a Staff, or Student Governor.

3. The Board of Governors has agreed a membership of 19. The number of Governors necessary to constitute a quorum is 8, this being nearest whole number equal to at least 40% of the membership determined by the Board of Governors. The quorum may change if the Board of Governors determines that its total number of Governors should be amended.
4. If the number of Governors assembled for a meeting does not constitute a quorum, the meeting should not be held. A meeting must remain quorate for its full duration. Should a meeting become inquorate it will be ceased.
5. Excepting the Principal who, as a Governor, would normally be in attendance at all Board of Governors meetings, other members of the Senior Management Team are invited to attend Board of Governors meetings. The Senior Management Team are defined as the Principal, the Deputy Principal, the Vice Principal, the Assistant Principal (IT and Quality), and the Assistant Principal (Student and Welfare), and is subject to change as determined by the Board of Governors. Other members of staff may be invited to attend Board of Governors meetings as required for specific agenda items. Such persons may be entitled to speak but may not be counted towards the quorum, nor may they vote.
6. Governors have been appointed to serve on the Board of Governors in the expectation that they will make time in their schedule to attend and fully participate in the work of the Board of Governors. If however, a Governor is prevented from attending a Board of Governors meeting, Committee meeting or a training event, that Governor should notify the Clerk and give as much notice as possible. The purpose of this is to enable the Clerk to give apologies at the meeting and record these in the Minutes and ascertain whether the meeting will be quorate.
7. Any individual Member may request that an item is included on the Agenda. Prior to Board of Governors meetings, the Clerk shall formalise the Agenda with the Chair and the Principal and may consult with members of the Senior Management Team where relevant. Once formalised, items may be added to the Agenda at the discretion of the Chair. Only business on the agenda will be discussed at Board of Governors meetings except for urgent matters which the Chair rules may be considered.
8. Any papers associated with Agenda items should be submitted to the Clerk at least 10 days prior to the meeting. In accordance with the Instrument and Articles of Government, meetings will be summoned by the Clerk who shall send the Members written notice of the meeting and a copy of the Agenda and papers at least seven days prior to the meeting. At the discretion of the Chair papers may be tabled at a meeting, though tabling is to be avoided wherever possible.
9. All meeting attendees will sign a register of attendance including those who are not Governors. Omissions from this may be remedied by the Clerk by including the person's name in the Minutes. In order to ensure adherence with the attendance policy defined, the Clerk will maintain an attendance at meetings register. Information from the register will be communicated to the Chair where attendance has fallen below an acceptable level.

10. The Chair (or in the Chair's absence, the Vice Chair(s)) may call a Special meeting of the Board of Governors with less than seven days' notice, if at any time, they consider that there are matters demanding urgent attention.
11. A Governor shall advise the Clerk and Chair before, at the start of a meeting or as soon as it becomes evident that there is, or may be, a conflict of interest. The Clerk shall also draw the matter to the attention of the Governor if, based on a declaration of interests held in the register, there is a matter of a personal or financial interest arising regarding an agenda item. Each meeting shall include a standing agenda item to ensure any Governor declares an interest in an item appearing on the agenda.
12. Staff Governors, members of the Senior Management Team or other attendees where applicable, and the Principal or Clerk to the Board of Governors will be obliged to withdraw from any part of a meeting which is discussing:
 - their own remuneration, conditions of service, promotion, conduct, suspension, dismissal or retirement;
 - the appointment of their successor;
 - the pay and conditions of staff where they are acting as a representative for these staff.
13. Staff Governors shall also withdraw, if required to do so by resolution of the Governors present, from a meeting of the Board of Governors at which the appointment, remuneration, conditions of service, promotion, conduct, suspension, dismissal or retirement of any member of the staff holding a post senior to themselves is being considered.
14. A Student Governor shall take no part in the consideration and discussion of matters relating to the appointment, remuneration, conditions of service, promotion, conduct, suspension, dismissal or retirement of a member or prospective member of staff and when required to do so by a majority of members other than Students, withdraw from the meeting.
15. In respect of Standing Orders 11) 11-14 above, separate Minutes shall be taken of those parts of meetings from which the Clerk, the Principal or a Staff or Student Governor has withdrawn. Such Minutes will be considered Confidential and subject to the procedure for dealing with Confidential Minutes as outlined in this document.
16. When speaking, Governors will generally address the Chair. If two or more Governors wish to speak at the same time, the Chair will decide who shall speak first. A Governor who is speaking will immediately be silent if the Chair so requests or if another Governor raises a point of order.
17. Every Governor who speaks must direct his or her speech strictly to the motion or matter under discussion, or to a motion or amendment which he or she moves, to a point of order.
18. Any Governor wishing to raise a point of order must say at the outset the Standing Order which he or she believes has been infringed. Every point of order will be decided immediately by the Chair whose decision is final.

19. The Chair may at any time adjourn a meeting of the Board of Governors. The decision of the Chair in this matter shall be final and shall not be open to discussion.

Section 1J) VOTING

1. Meetings shall be conducted informally and decisions will normally be made by a vote involving a show of hands. Decisions will be determined by a majority of votes of the quorum. Where there is an equal division of the votes the Chair of the meeting shall have a second or casting vote. Immediately after a vote has been taken, any Member may ask for the way in which they voted (or abstained) to be recorded in the Minutes.
2. Governors shall not be bound in their speaking or voting by mandates given to them by other persons.
3. A Governor may not vote by proxy.
4. A Student Governor under the age of 18 shall not vote on any question concerning any proposal (a) for the expenditure of money by the Board of Governors; or (b) under which the Board of Governors, or any Governor of the Board of Governors, would enter into any contract, or would incur any debt or liability. The Clerk will advise both the Student Governor and Chair of this prior to the meeting and/ or when relevant.

Section 1K) MINUTES, AGENDAS, AND PAPERS

1. In accordance with normal practice, written Minutes of every meeting shall be prepared and the Minutes of the last meeting will normally be taken as an agenda item, except where that meeting is a Special meeting. The Minutes will either be agreed and signed by the Chair, or where an amendment is requested, updated by the Clerk. The Clerk will then make arrangements with the Chair for the signing of the Minutes as soon as it is practical to do so. The Clerk will retain the signed Minutes on file.
2. Where the next meeting of the Board of Governors or Committee is a Special Meeting, the next following ordinary meeting will be treated as a suitable meeting for the purpose of signing the Minutes.
3. All Minutes will record attendance of those present and any apologies received by the Clerk. Where a Governor arrives late or leaves early the Minutes shall reflect the part of the meeting where either occurrence happened.
4. Decisions reached at Board of Governors and Committee meetings will reflect the corporate view of that meeting and must be clearly recorded (usually in bold type). However, where appropriate, dissent and summarised discussion will be recorded where it is in the interests of clarity, completeness or justification of particular decisions.
5. Minutes, agendas and papers will be presented in a standard format. Where possible, papers will have an executive summary, and where applicable, will have been reviewed by a

member of the Senior Management Team, or at times, by the Chair, prior to the relevant meeting.

6. All information relating to meetings of the Board of Governors and Committees, providing it is not confidential, will be made available to the general public. The Board of Governors shall ensure that a copy of the following shall, as soon as may be, made available during normal office hours in the Clerk's office, to anyone wishing to inspect them:
 - The Agenda for each meeting of the Board of Governors.
 - The draft minutes of every such meeting, if they have been approved by the Chair (these will show a "draft" watermark)
 - The signed Minutes of every such meeting.
 - Any report, document, or other paper considered at such meetings.

Members of the public wishing to inspect such documents should first contact the Clerk.

The Minutes of meetings will also be published on the College website for a period of no less than 12 months.

7. Minutes of meetings will be drafted and forwarded to the Chair (and, where appropriate, a member of the Senior Management Team) normally no more than two weeks following the meeting. Such persons reviewing will return the draft Minutes amended as appropriate normally no later than one week following receipt. Draft Minutes will be made available to meeting attendees and published on the College website normally no more than three weeks following the date of the meeting. Draft Minutes will be included in the papers of the following meeting.
8. Decisions made and allocated action points from the meeting will be clearly recorded in the Minutes. It is the responsibility of the Clerk to ensure that any action allocated to a person not present at the meeting, or who would not normally receive the minutes, is appropriately communicated.
9. Minutes and papers pertaining to meetings will be archived after a period of three years and may be archived in hard copy or in digital format or by combination of both methods. Such documents will remain in archive for the lifetime of the Board of Governors or Committee to which they relate.

Section 1L) ATTENDANCE BY THE PUBLIC

1. Requests for attendance by the public at Board of Governors and Committee meetings must be submitted to the Chair, or in his/her absence, the Vice Chair, at a minimum of 4 working days prior to the date of the meeting. The attendance of such persons shall be at the discretion of the Chair or Vice Chair as appropriate provided that there is sufficient room to accommodate those requesting attendance.

Section 1M) CONFIDENTIAL MINUTES AND PAPERS

1. Minutes and papers which are considered to be confidential will not be made publicly available. The Board of Governors and Committees are empowered to identify items that they wish to be minuted in confidence. Prior to discussion of a confidential item, Governors shall resolve that it should be treated as confidential and recorded separately in a confidential minute. At the time the confidential minute is taken an indication of the time period for which it should remain confidential should be specified.

Should it become apparent after the meeting that Minutes should be considered to be confidential, the Chair of the Board of Governors has the right to invoke the procedure above.

2. Where possible, the Clerk shall clearly indicate on the agenda for a meeting each item which is to be considered by Governors to be resolved as confidential.
3. Separate Minutes shall be taken from which parts of meetings where the Clerk, the Principal or Staff or Student Governors have withdrawn, and considered confidential. Those persons withdrawn shall not be entitled to see the Minutes of that part of the meeting (unless determined otherwise by the Chair) until such time as they are declassified as confidential. Where the Clerk is required to withdraw from a meeting the Governors will elect one of their numbers (other than the Principal) to act as Clerk for the duration of the meeting.
4. Confidential Minutes will be reviewed on an annual basis to determine whether or not they can be made publically available.
5. The *general* criteria for classifying an item as confidential is listed below. However, this is not and nor should it considered exhaustive.
 - Consideration of the financial position of the College where disclosure might harm the College or its competitive position, as determined by the Board of Governors.
 - Consideration of financial or other information relating to procurement decisions, including that relating to the College's negotiating position.
 - Items containing personal information relating to an individual.
 - Information provided in confidence by a third party who has not authorised its disclosure.
 - Where appropriate, professional advice received from or instructions given to the College's professional advisers.
 - Discussion of any legal proceedings in which the Board of Governors is involved.
 - Information planned for publication in advance of that publication.
 - Any other matters the publication of which would, in the Board of Governors' or Committee's view, are detrimental to the College's interests.
6. Any confidential Minute produced shall not refer to staff, either by name or designation, except where this is unavoidable. In all other respects the Minute produced will be no different than that produced for any Board of Governors or Committee meeting, excepting that a "Confidential" watermark shall be clearly displayed.

7. All draft confidential Minutes are subject to the approval of the relevant Chair prior to inclusion in the Confidential Minute book which is held by the Clerk. Where confidential Minutes may not be seen by the Clerk the Principal shall make arrangements to hold the Minutes.

Section 1N) DELEGATION OF AUTHORITY TO THE CHAIR

1. The Instruments and Articles of Government provide for delegation of functions (subject to the provisions of Article 9 and 10 relating to non-delegable functions). To this end and in exceptional circumstances where urgent action is required which cannot be carried out through normal processes, authority is delegated to the Chair, or in their absence the Vice Chair, to take such action as is appropriate on behalf of the Board of Governors.
2. In the event that a decision for action by Board of Governors is required but it is not practicable or possible to wait until the next scheduled meeting the Chair can use one of the following procedures:
 - Call a Special meeting.
 - Consult with the Vice-Chair(s), Principal and/or other Governors.
 - Write to all Governors.
3. Any requests for action by the Chair must be made through the Clerk. They should normally be in writing, although if immediate action is required can be made by telephone. In such circumstances a letter confirming the request should be forwarded to the Clerk as soon as possible after the telephone conversation has been completed.
4. Where this delegated authority is exercised and the Chair takes responsibility for a significant decision or initiative then a full, written report, signed by the Chair on the nature and the reasons for the action must be submitted to the next meeting of the Board of Governors, and recorded in the Minutes of that meeting. Reporting of non-urgent matters does not require a written report but will be the subject of a minuted verbal report by the Chair.

Section 1O) DELEGATION OF AUTHORITY TO COMMITTEES

1. The Board of Governors may **not** delegate authority in respect of :
 - The determination of the educational character and mission of the college.
 - Approval of the annual estimates of income and expenditure.
 - Ensuring solvency of the college and the Board of Governors and safeguarding its assets.
 - The appointment or dismissal of the Principal, the Clerk and the other senior post holders.
 - Varying or revoking the Instrument and Articles of Government.
2. In addition to those items shown in above the Board of Governors may not delegate powers it does not possess, such as those specifically assigned by the Instrument and Articles of Government to the Principal and the Clerk.

3. The Board of Governors may delegate authority to its Committees to act on its behalf. Such action must be in accordance with the Instruments and Articles of Government (specifically Article 9 and 10). Any delegated action on the part of a Committee must be recorded in the Minutes of its meeting and be reported to Board of Governors at the first available opportunity for ratification.
4. The Board of Governors has delegated powers to its Committees as set out in this document.

Section 1P) COMMITTEE STRUCTURE

In determining whether to have Committees, other than those designated in the Instruments and Articles of Government, the Board of Governors will ensure that the role of any Committees helps the Board to achieve its objectives. The two major objectives are:

- To have short, effective meetings of the Board of Governors and to try and avoid debating matters twice.
 - To involve, as far as is possible, all Governors in the process of decision making.
1. The Board of Governors shall establish an Audit Committee to consider and recommend for approval the internal control systems relating to financial and non-financial matters in order to ensure the economic viability of the institution.
 2. The Board of Governors shall establish a Search Committee to consider and recommend for approval the appointment and re-appointment, training and on-going development of Governors to the Board of Governors, and where relevant, Assistant Governors to Committees.
 3. The Board of Governors shall establish a Employment and Remuneration Committee to consider and recommend for approval the remuneration and terms of service of service of Senior Post Holders, and to consider and to monitor its employment policies and other related matters.
 4. The Board of Governors shall establish a Strategic Planning Committee to advise it in fulfilling its duties in considering the future strategic direction of the College.
 5. The Board of Governors shall establish a Finance Committee to undertake specific responsibilities in respect of the planning, reporting and adherence to policies and procedures in respect of financial matters relating to the College.
 6. The Board of Governors shall establish a Special Committee to deal with disciplinary or dismissal matters relating to Senior Post Holders, in line with the Articles of Government and College procedures.
 7. The Board of Governors shall approve the terms of reference and membership of all Committees.

Section 1Q) TERMS OF REFERENCE COMMON TO ALL COMMITTEES

Each Committee will develop terms of reference specific to its character and function. Such terms shall be subject to the approval of the Board of Governors. However, there are a number of terms common to all Committees, as outlined below.

1. The rules relating to the number constituting a quorum for each Committee will be set out in the relevant Committee's terms of reference.
2. The Clerk will periodically request that the Board of Governors reviews the terms of reference of Committees to ensure that they are in line with the current requirements of the Board of Governors or other agencies as relevant.
3. The Chair of a Committee will be selected by Committee Members, with the exception of the Search and Special Committees, whose Chair is determined to be the Vice Chairman of the Board of Governors. The Chair of a Committee must be a Member of the Board of Governors. The term of office for the Chair of a Committee is two years, excepting circumstances whereby the term of office as Governor has expired prior to the expiration of the term of office of Committee Chair, and the individual has not been re-elected as Governor. The appointment of a Committee Chair will be ratified by the Board of Governors at its next meeting.
4. Once appointed to a Committee the Member (excepting the Committee Chair) shall serve on that Committee until the expiration of their term of office as a Governor or Assistant Governor unless they cease to be eligible or resign from the Committee by writing to the Clerk of the Board of Governors, or the Board of Governors determines that they should no longer serve on that Committee.
5. Where a vacancy on a Committee exists, the Search Committee will endeavour to fill that vacancy with a suitably qualified member from the existing Governors. Membership of a Committee is subject to the approval of the Chair of the relevant Committee and ratification by the Board of Governors.

Where it is not possible to match skills from the existing Governors, Committee Chairs, in conjunction with the Search Committee and subject to the approval of the Board of Governors, may co-opt Assistant Governors to serve on Committees.

6. The Clerk to the Governors shall act as Clerk to all Committees. If the Clerk is unable to attend, the Chairman or the Clerk will make alternate arrangements for the clerking of the meeting.
7. All Committees and the Clerk will observe the rules previously referenced in the Standing Orders in respect of:
 - Attaining and maintain a quorum for meeting duration.
 - Voting.
 - The production of Minutes, agendas, papers and the proceedings of meetings.
 - The attendance by the public at meetings.
 - Dealing with confidential meetings, Minutes and papers.

8. Provided they have not been classified as Confidential, the Minutes of Committee meetings will be circulated to the Board of Governors at the next meeting of the Board of Governors. They will also be placed on the College website for a duration of no less than 12 months.

Section 1R) ASSISTANT GOVERNORS TO COMMITTEES

1. Where it is seen as appropriate to do so, and in order to provide it with the skills that have been identified as missing, the Board of Governors can appoint someone who is not a Governor, but who has the skills deemed necessary, on to a Committee. Such a person will be known as Assistant Governor.

The appointment of an Assistant Governor will be subject to the same procedures as an Independent Governor. Such appointment will be considered on the recommendation of the Search Committee and approval of that recommendation by the Board of Governors.

2. An Assistant Governor will have the same rights as other Committee Members including voting rights unless otherwise specified in the Committee's terms of reference. These rights do not include attending Board of Governors meetings other than by invitation and/or as an observer.
3. Assistant Governors serving on Committees will be expected to abide by the Governors Code of Conduct, and adhere to Board of Governors policies and Standing Orders. This includes the submission of an annual declaration of interests and eligibility. Assistant Governors will also be eligible to claim expenses in line with and at the same rates as those paid to Governors.
4. The determined term of office of an Assistant Governor is one year.

Section 1S) EXPENSES

1. Members are not paid for attending meetings and no claims can be made for loss of earnings. Members are allowed travelling expenses (though not in reimbursement for attending Board of Governors or Committee meetings), subsistence and conference fees where appropriate. Expense claims should be made via the Clerk who will maintain a record of all expenses for audit and other purposes. All claims will be authorised by the Chair of the Board of Governors.

Section 1T) STATEMENTS MADE ON BEHALF OF THE BOARD OF GOVERNORS

1. Statements made on behalf of the Board of Governors will normally only be made by the Principal or the Chair (or Vice Chair in his / her absence).

Section 1U) COMPLAINTS ABOUT THE BOARD OF GOVERNORS OR AN INDIVIDUAL GOVERNOR

Please note that there is a separate procedure for complaints that are to be made against the College. Please refer to the College website for this procedure.

1. Any member of the public wishing to make a complaint against the Board of Governors or against an individual Governor will be asked to put the matter in writing to the independent Clerk to the Governors. The Clerk will acknowledge receipt of the complaint within 5 working days (term time only). The Clerk is authorised by the Board of Governors to arrange for any such complaint to be investigated and to report to the relevant authority if in his / her judgement this is warranted by the nature of the complaint.
2. The Clerk will ensure that a full response is made in respect of the complaint and where a lengthy investigation undertaken, that the complainant is kept advised of progress. The Board of Governors is committed to acting as openly as possible but reserves the right, acting upon the advice of legal counsel where appropriate, to keep confidential any matters which should not be publicised. The Clerk will also report on the complaint and the investigation to the Chair and the Board of Governors, as appropriate to the circumstances.

Section 1V) USE OF THE SEAL

1. In accordance with Clause 21 of the Instrument of Government the application of the Seal by the Board of Governors shall be authenticated by the signature of the Chair and/or Vice Chair and the signature of any one other Member of the Board of Governors. The application of the Seal will be reported to Board of Governors on an annual basis.
2. The Board of Governors Seal must be kept in a safe place at the College and must be secured by a lock and key which will be kept by the Clerk, who will affix the Seal to any document which requires to be sealed for the transaction of the business of the Board of Governors.

The Clerk may, for sufficient reasons, entrust the key to a member of the Senior Management Team as he / she may from time to time appoint and authorise the individual to exercise the Clerk's duties under this Standing Order.

Section 1W) ADOPTION, MONITORING AND REVIEW OF THE STANDING ORDERS

1. It will be the responsibility of the Board of Governors to approve and adopt Standing Orders and ensure they are fit for purpose.
2. An annual review of the Standing Orders be conducted as part of the governance self-assessment process. However, if deemed appropriate the Board of Governors may decide to review Standing Orders at any time to meet changing circumstances.
3. Amendments to the Standing Orders require the agreement of the Board of Governors unless covered directly by statute in which case change will be implemented on the introduction of the new legislation.
4. The Board of Governors will be the responsible body in the event of changes and amendments to the Instruments and Articles of Government which require adoption.

Section 2: Committee Terms of Reference

Section 2A) AUDIT COMMITTEE

EAST NORFOLK SIXTH FORM COLLEGE

Terms of Reference

In accordance with the Instruments and Articles of Governance, the Corporation has established an Audit Committee to provide advice to the Board of Governors on the effectiveness of the College's internal financial controls and management systems, and to monitor the adequacy of the College's financial policies and procedures.

The Committee has no executive status, but the Corporation shall not approve the Internal Audit Report or the Financial Statements audit without first considering the advice of the Audit Committee in relation hereto.

All administrative matters pertaining to the Committee are referred to in the Standing Orders of the Board of Governors and will apply to the Committee in all aspects.

1. Membership

- The Committee shall comprise a minimum of three members.
- The Chair of the Committee shall be selected by the Committee.
- The quorum for meetings of the Committee (with a membership of three or four) shall be two, one of whom must be a Governor.
- In order to maximize the College's independence and objectivity, the following people shall *not* be eligible to sit on the Committee:
 - those with executive responsibilities at senior level.
 - members of the Finance Committee.
 - the Chairman of the Corporation.
 - Governors who have significant interests in the College.
- The Committee may, subject to Corporation approval, co-opt up to 2 members, with relevant financial or audit experience, from outside the Corporation. Such members will be known as Assistant Governors.

2. Meetings

- The Committee will meet at least three times each year as outlined in the schedule of business in Annex A. Additional meetings may be called as necessary in agreement with the Chairman.
- If the Chairman is not present, those members present will elect a Chairman for that meeting.
- The Committee may invite the Board of Governor's advisors to attend meetings of the Committee as appropriate (such persons shall not have a vote but shall be entitled to speak at the meeting).

- The Vice Principal will normally be expected to be in attendance at meetings (to present papers and respond to queries from members), excepting those at which the Chairman declares such attendance inappropriate or unnecessary.
- Representatives from the Internal Audit Service and the Financial Statements Auditor shall normally attend meetings where business relevant to them is to be discussed.
- Representatives from the Internal Audit Service and the Financial Statements Auditor may request a meeting of the Committee if they consider it necessary.

2. Terms of Reference:

- To consider and advise the governing body on the adequacy and effectiveness of the College's whole system of internal control, and its arrangements for risk management, control and governance processes, including controls for securing economy, efficiency and effectiveness (value for money).
- To advise the governing body on the appointment, reappointment, dismissal and remuneration of the financial statements auditor and the internal audit service (IAS).
- To advise the governing body on the scope and objectives of the work of the IAS, and the financial statements auditor.
- To ensure effective co-ordination between the IAS and the financial statements auditor.
- To consider and advise the governing body on the audit strategy and the annual internal audit plans for the IAS.
- To advise the governing body on internal audit assignment reports and annual reports, and on control issues included in the management letters of the financial statements auditor (including their work on regularity) and management's response to these.
- To monitor, within an agreed timescale, the implementation of agreed recommendations relating to internal audit assignment reports, internal audit annual reports, and the financial statements auditor's management letter.
- To consider and advise the governing body on relevant reports by the National Audit Office (NAO), the Skills Funding Agency (SFA) and the Young People's Learning Agency (YPLA) and other funding bodies, and, where appropriate, management's response to these.
- To establish, in conjunction with college management, relevant annual performance measures and indicators, and to monitor the effectiveness of the IAS, and financial statements auditor through these measures and indicators and to decide, based on this review, whether a competition for price and quality of the audit service is appropriate.
- To produce an annual report for the governing body and accounting officer which should include the Committee's advice on the effectiveness of the College's risk management, its system of internal control and governance processes, and any significant matters arising from the work of the IAS, and the financial statements auditor.
- To ensure that all allegations of fraud and irregularity are investigated and escalated to the governing body as appropriate and to take any action required to ensure the proper resolution of such matters.
- To be informed of all additional services undertaken by the IAS and the financial statements auditors.
- To recommend the annual financial statements to the governing body for approval.

- To receive risk reports as appropriate to the work of the Committee and as determined by the Board.

Review and Approval

- The terms of reference of the Audit Committee will be reviewed on an annual basis as referenced in Annex A, and recommendations made to the Board as appropriate. They are subject to any legislative changes and / or amendments to the Instruments and Articles of Government, and amendments to the Audit Code of Practice which may supersede them with immediate effect.
- These terms of reference were last reviewed by the Committee on 14 November 2011 and approved by the Board on 29 November 2011.

Annex A: Schedule of Business

Month	Audit Committee	Typical Timetable for Board of Governors
Dec-Feb		
March <i>(early)</i>	<ul style="list-style-type: none"> To receive Internal Audit reports on reviews conducted and progress update. (Triennial) to receive a report on any incidences of whistleblowing. Risk Register: MIS 	
April / May		
June <i>(early)</i>	<ul style="list-style-type: none"> To receive Internal Audit reports on reviews conducted and progress update. To conduct the internal audit needs assessment, and to review the Strategic Audit Plan and Annual Plan and to make recommendations to the Board for the approval of these Plans. Review of performance of internal audit service and establishment of annual performance indicators for the following year. To consider the appointment, reappointment or dismissal (where applicable) and remuneration of internal audit service. To consider the appointment, 	<p><i>If a meeting is not held in June, actions below will be considered at the July meeting of the Board of Governors</i></p> <ul style="list-style-type: none"> To receive a summary report on the performance of the internal audit service and the financial statement auditors. To approve the decision made regarding the appointment, reappointment or dismissal (where applicable) and remuneration of the existing internal audit service and financial statement auditors as appropriate. To approve the decision of appointment of alternative
July-Oct		<i>See June, above</i>
November <i>Early November (to take place after the Finance Committee meeting)</i>	<ul style="list-style-type: none"> Review of performance of the financial statement auditors and establishment of annual performance indicators for the following year. To receive a report from the Finance Committee (College Annual Accounts) To receive, review and recommend for approval the Annual Internal Audit Report. To receive, review and recommend for approval the Management Letter produced by the financial statements auditor. To review the risk management 	<p><i>Late November</i></p> <p>To receive and approve the following:-</p> <ul style="list-style-type: none"> annual Financial Statements, including the Management Letter. annual Internal Audit report annual Audit Committee report. Biennial - Ratification of the appointment of the Chairman of the Committee Approval of any revisions to the Committee Terms of Reference.

	<p>annual report and the College’s risk register.</p> <ul style="list-style-type: none"> • To produce the Annual Report of the Audit Committee. • Biennial- appoint Chairman for the following 2 years. • Review of Committee Terms of Reference. 	
Dec		

Section 2B) SEARCH COMMITTEE

The Board of Governors has established a Search Committee to advise the Board on the appointment and re-appointment, training and ongoing development of Governors and to keep under review the systems, policies and procedures supporting the governance process.

The Search Committee is required to adopt open and transparent procedures for the recruitment and selection of Governors to ensure that the composition of the Board broadly reflects the community the College serves in respect of gender, ethnicity etc. However, it is acknowledged that achieving such balance is a secondary consideration to the most important requirement, which is that a candidate must be personally suitable for the appointment.

All administrative matters pertaining to the Committee are referred to in the Standing Orders of the Board of Governors and will apply to the Committee in all aspects.

1. Membership of the Committee

- The Committee shall comprise a minimum of 4 members, including the Principal and the Vice Chairman of the Board of Governors.
- The quorum for meetings of the Search Committee (with a membership of 4 members) will be 3.
- The Chairman of the Committee will be the Vice-Chairman of the Board of Governors.
- Student Governors will not be eligible for membership to the Committee.
- All members of the Committee will normally be members of the Board of Governors.
- If a Member of the Committee is being considered for re-appointment to the Board of Governors, that Member must withdraw for that part of the meeting and may not be considered part of the quorum.

2. Meetings

- The Committee will meet at least three times each year as outlined in the schedule of business in Annex A. Additional meetings may be called as necessary in agreement with the Chairman.
- If the Chairman is not present, those members present will elect a Chairman for that meeting.
- The Committee shall have the power to employ the services of such external advisors as they deem necessary to fulfill their responsibilities and to instruct the Clerk to advertise as required when seeking candidates to fill vacancies.
- The Chairman may invite the Corporation's advisors to attend Committee meetings as appropriate. Any person invited to a meeting shall not have a vote but will be entitled to speak.

3. Terms of Reference

Membership of the Board of Governors

- The Committee will be responsible for advising the Board of Governors in respect of:-
 - The appointment of new members to the Board of Governors and to Committees.
 - Determining the process by whereby candidates are nominated.
 - Gathering, screening and shortlisting nominations in respect of vacancies on the Board of Governors or on Committees (if the individual is not an existing Member of the Board of Governors).
 - Confirming the eligibility of nominated candidates as appropriate for certain categories of Governors, which from time to time, may include those elected by parents, staff or students.
- Before the expiry of the term of office of existing Governors or upon a vacancy arising on the Board, to conduct the approved procedure in order to recommend to the Board a person or choice of persons to fill the vacancy, or, where appropriate, the reappointment of an existing member for a further term. Further, where it is intended to recommend the reappointment of an existing member, to evaluate the contribution made by that individual Governor, especially after two terms of office.
- To consider proactively and on an ongoing basis the blend of skills required on the Board and to search proactively for potential new Board members, defined in the Instrument of Government as “members who appear to the Corporation to have the necessary skills to ensure that the Corporation carries out its functions under Article 3 of the Articles of Government”.
- In the event that it appears to the Committee that there are grounds for removing a Governor, to conduct the appropriate procedure and to make a recommendation to the Board.
- To review the composition of the Board to ensure that it broadly reflects the community the College serves in respect of gender and ethnicity.
- To review and advise the Board on the induction, training and ongoing development needs of Governors with a view to maximizing the Board’s effectiveness.
- To oversee arrangements for the Board’s performance evaluation, including reviewing Governor attendance as part of the governance self assessment process.

Review and Approval

- The terms of reference of the Search Committee will be reviewed on an annual basis as referenced in Annex A, and recommendations made to the Board as appropriate. They are subject to any legislative changes and / or amendments to the Instruments and Articles of Government which may supersede them with immediate effect.
- The terms of reference of the Search Committee and its rules pertaining to appointments will be placed on the College’s website, in addition to being available during office hours for any person to inspect by request to the Clerk.
- These terms of reference were last reviewed by the Committee on 19 September 2011 and approved by the Board on 29 November 2011.

Annex A Schedule of Business

Month	Search Committee	Board of Governors
January	<p><i>Early January</i></p> <ul style="list-style-type: none"> • Welcome new Parent Governors (biennial) and appoint mentors. • Welcome new Staff Governors (biennial) and appoint mentors. • Review composition of Members in respect of ethnicity, gender etc against community. • To receive a report on the induction, training and on-going development needs of Governors. 	<ul style="list-style-type: none"> • Formally appoint new Parent Governors (biennial) • Formally appoint new Staff Governors (biennial).
May /June	<ul style="list-style-type: none"> • Welcome new Student Governors and appoint mentors. • Review the record of meeting attendance of all Board and Committee meetings. • Completing a skills audit in preparation for review of Committee membership in September. • Review of any confidential items of business for the preceding year and declassifying if appropriate. 	<ul style="list-style-type: none"> • Formally appoint new Student Governors.
September	<ul style="list-style-type: none"> • Appoint Chairman for the following year (biennial). • Review Search Committee terms of reference. • Review of membership of all Committees, including vacancies which will be created by departing Staff and Parent Governors (biennial). • Review candidates and procedures for election of Chairman to the Board. 	
November		<ul style="list-style-type: none"> • Approval of Search Committee terms of reference.

		<ul style="list-style-type: none">• Ratification of Search Committee Chairman.• Election of Chairman of the Board.
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Section 2C) FINANCE COMMITTEE

Terms of Reference

The Board of Governors has established a Finance Committee to carry out specific responsibilities. The overall responsibility for oversight of the College's finances remains vested in the Board of Governors.

The Committee has no executive status, but the Corporation shall not approve the annual accounts without first considering the advice of the Finance Committee in relation hereto.

All administrative matters pertaining to the Committee are referred to in the Standing Orders of the Board of Governors and will apply to the Committee in all aspects.

1. Membership

- The Committee shall comprise a minimum of 4 members.
- All members of the Committee will normally be members of the Board of Governors.
- The Staff and Student Governors will not be eligible for membership to the Committee.
- The Principal will be a member of the Committee.
- The quorum for meetings of the Finance Committee (with a membership of 4 or 5 members) will be 3.

2. Meetings

- The Committee will meet at least three times each year as outlined in the schedule of business in Annex A.
- If the Chairman is not present, those members present will elect a Chairman for that meeting.
- The Chairman may invite the Corporation's advisors to attend Committee meetings, as appropriate. Any person invited to a meeting shall not have a vote but will be entitled to speak.
- The Vice Principal will be expected to be in attendance at every meeting to present papers and respond to queries from members.

3. Terms of Reference

To meet the Committee's schedule of business by conducting a range of activities assigned to it by the Board, which includes the following:

Planning

- To monitor the financial health of the College (both current and future) and advise the Board of Governors about this as well as the financial consequences of delivering the College's strategic plan.
- To review the annual financial plan (the first year of which is the College's budget for the ensuing financial year) and mid-year forecast and financial projections and their underlying assumptions.
- To monitor the College's compliance with the bank covenants.

- To consider the financial impact of proposed capital projects and advise the Board of Governors on their affordability.
- To support the Board of Governors, as required, enabling it to fulfill its responsibility for the solvency of the Corporation and the safeguarding of its assets.
- To advise the Corporation, as required, about borrowings and investments and seek appropriate advice from external sources.
- To monitor the College's projected cash balance to ensure that it will remain above the minimum level considered to be necessary.

Reporting

- To consider, review and report on the content and format of the College's annual accounts and monthly management accounts.
- To monitor the preparation of the management accounts compared with the timetable established by the College.

Financial Policies and Procedures

- To review the College's financial regulations and make a recommendation to the Board of Governors regarding their approval.
- To ensure that suitable arrangements exist for payroll facilities, VAT and other taxation issues, if applicable.

Other Matters

- To compare the College's financial and other data with benchmarking data that is provided to colleges in the sector.
- To undertake any other projects referred to the Committee by the Board related to the finances of the College.

Review and Approval

- The terms of reference of the Finance Committee will be reviewed on an annual basis as referenced in Annex A, and recommendations made to the Board as appropriate. They are subject to any legislative changes and / or amendments to the Instruments and Articles of Government which may supersede them with immediate effect.
- These terms of reference were last reviewed by the Committee on 7 November 2011 and approved by the Board on 29 November 2011.

Annex A Schedule of Business – Finance Matters

Month	Finance Committee	Typical Timetable for Board of Governors
January	<p style="text-align: center;"><i>Early January</i></p> <ul style="list-style-type: none"> • Mid-Year Forecast and Financial Projections • Recommendation about the affordability of additional staffing • Review of management accounts • Risk register – Finance entries • Actions included in the SAR • Investment of ‘surplus’ cash 	<p>January Financial Plan / Decision on Need for Additional Staffing Management accounts</p>
February		
March		<p>March Management accounts</p>
May	<p style="text-align: center;"><i>Early May</i></p> <ul style="list-style-type: none"> • Financial Plan • Review of financial regulations • Review of management accounts • Review of any confidential items of business for the preceding year and declassifying if appropriate. 	<p>May Financial Plan Management accounts</p>
June		<p>June <i>If necessary</i></p>
July		<p>July Financial plan approval Management accounts Confirm declassification of confidential matters.</p>
September		<p>September Management accounts</p>
October		
November	<p style="text-align: center;"><i>Early November (before Audit Committee meeting)</i></p> <ul style="list-style-type: none"> • Review of annual accounts • Appointment of Chair (biennial) • Review of Committee’s work, terms of reference • Benchmarking data • Review of management accounts 	<p>November Approval of annual accounts Approval of Committee terms of reference Management accounts</p>
December		

Section 2D) EMPLOYMENT & REMUNERATION COMMITTEE

Terms of Reference

The Board of Governors has established an Employment and Remuneration Committee to carry out specific responsibilities in order to assist it in meeting its obligations as determined by the Instrument and Articles of Government. The broad role of the Committee is to advise the Board on:

- a) Remuneration, pay and conditions of Senior Post Holders and the Clerk
- b) Matters affecting the pay and conditions of all other staff in the College.

The Committee has no executive status, but the Board shall not approve the remuneration of Senior Post Holders or the Clerk, without first considering the advice of the Committee hereto.

The Board has designated the Principal, Deputy Principal, Vice Principal and Assistant Principals as Senior Post Holders.

All administrative matters pertaining to the Committee are referred to in the Standing Orders of the Board and will apply to the Committee in all aspects.

1. Membership

- The Committee shall comprise a minimum of 4 members.
- All members of the Committee will normally be members of the Board.
- The Staff and Student Governors will not be eligible for membership to the Committee.
- The Principal shall not be the Chair of the Committee.
- The quorum for meetings of the Committee (with a membership of 4 or more) will be 3.

2. Meetings

- The Committee will meet at least twice each year as outlined in the Schedule of Business in Annex A.
- If the Chair is not present, those members present will elect a Chair for that meeting.
- The Chair may invite the Board's advisors to attend Committee meetings, as appropriate. Any person invited to a meeting shall not have a vote but will be entitled to speak.
- The Principal and Clerk will be excluded from any part of the meeting in which his/her own appraisal, promotion, grading, conduct, suspension, dismissal and remuneration is being discussed and, in the case of the Principal, will be prevented from voting on such issues.

3. Terms of Reference

Senior Post Holders

The Committee shall determine the remuneration packages of Senior Post Holders so as to ensure that Senior Post Holders are fairly rewarded in relation to their individual contributions to the College's overall performance and to demonstrate to the public that the pay of Senior Post Holders is set by a Committee which gives due regard to the interests of the public and of the financial health of the College. The Committee should consider relevant data on senior staff salaries in the sector and endeavor to obtain outside independent advice, if possible, to assist them in their decision making.

- To ensure that an appropriate process is in place for the regular monitoring of performance of Senior Post Holders and the Clerk and to receive an annual report (or more frequently if performance issues are identified) on the outcomes of performance review.
(Note: the performance of the Principal and the Clerk to be reviewed annually by the Chair of the Board of Governors. In making an assessment of performance, the Chair will seek and take account of the views of other Governors. The performance of other Senior Post Holders will be reviewed annually by the Principal.)
- To evaluate annually the specific remuneration packages of Senior Post Holders and the Clerk against an appropriate peer group. To consider and make recommendations to the Board on the remuneration of Senior Post Holders and the Clerk, having taken appropriate advice and having reference to the results of any appraisals and /or objectives set.
- To consider and make recommendations to the Board on the contracts and conditions of service of Senior Post Holders and the Clerk.
- To review any changes in HR policies or procedures which relate only to Senior Post Holders and the Clerk, and to make recommendations to the Board accordingly.
- To advise the Chair of the Board on any compensation which may be payable in the event of the early termination of the employment of any Senior Post Holder or the Clerk.

All College Staff

- To receive information on matters which may influence the setting of the framework for the pay and conditions of service of College staff and to make recommendations to the Board as applicable.
- To receive and review information on proposed pay awards to teaching and ATS staff, including where relevant the review of collective bargaining arrangements with recognized trade unions.
- To receive an annual report from the HR Manager on Human Resources key performance indicators.
- To review national employment trends through an analysis of annual surveys and compare them with the College.
- If required by the Board, to receive information on industrial relations at local and national level and make any resultant recommendations to the Board.

Review and Approval

- The terms of reference of the Employment and Remuneration Committee will be reviewed on an annual basis as referenced in Annex A, and recommendations made to the Board as appropriate. They are subject to any legislative changes and / or amendments to the Instruments and Articles of Government which may supersede them with immediate effect.
- These terms of reference were last reviewed by the Committee on 28 November 2011 and approved by the Board on 29 November 2011.

Annex A Schedule of Business – Employment and Remuneration Committee

Month	E&R Committee	Typical Timetable for Board
Jan-May		
June-July	<ul style="list-style-type: none"> • To ensure that the appraisal of the Principal and Clerk has been conducted prior to the end of the academic year. • To receive the annual report from the HR Manager in respect of human resources issues, policies and procedures. • To review national employment trends in comparison with the College. • To review and make recommendations regarding the framework and conditions of College staff. • To receive and review the risk report in respect of personnel issues. 	<ul style="list-style-type: none"> • To be advised that the appraisal of the Principal and Clerk has been conducted. • To approve changes recommended to the framework and conditions of College staff.
November* <i>See note below</i>	<ul style="list-style-type: none"> • To receive & review information on proposed pay awards of teaching and ATS staff, including the review of collective bargaining arrangements with recognised trade unions. • To commission and receive independent report on SPH salaries, including comparative data against peer group. • To receive an annual report on the outcomes of SPH appraisals. • To make a recommendation to the Board regarding remuneration of SPH and the Clerk. 	<ul style="list-style-type: none"> • To approve the remuneration of SPH and the Clerk.
As Required	<ul style="list-style-type: none"> • To consider and make recommendations to Board on the contracts and conditions of service of SPH's and the Clerk. • To consider and make recommendations to Board on payments to SPH's resulting from early termination of contracts. • To consider and make recommendations to Board relating to changes in HR policies or procedures as they affect SPH's and the Clerk. • To receive information on industrial relations. 	<ul style="list-style-type: none"> • To approve changes to contracts and conditions of service of SPH and the Clerk. • To decide on payments to be made to SPH resulting from early termination of contract. • To form a panel to deal with the appointment of SPH's or the Clerk. • To approve changes to HR policy or procedure if they directly impact on SPH's or the Clerk.

**This meeting is dependent on the receipt of information from the teaching and ATS unions. This meeting, and resulting request for approval from Board, will be rescheduled to take place as soon as possible if information is not available in November.*

Section 2E) STRATEGIC PLANNING COMMITTEE

Terms of Reference

The Board of Governors has established a Strategic Planning Committee to advise it in fulfilling its duties in considering the future strategic direction of the College.

All administrative matters pertaining to the Committee are referred to in the Standing Orders of the Board of Governors and will apply to the Committee in all aspects.

1. Membership

- The Committee shall comprise at least six members.
- All members of the Committee will normally be members of the Board.
- The Student Governors and members of the Audit Committee will not be eligible for membership to the Committee.
- The Principal will be a member of the Committee.
- The quorum for meetings of the Committee shall be four.

2. Meetings

- The Committee will meet at least three times each year as outlined in the schedule of business in Annex A.
- If the Chairman is not present, those members present will elect a Chairman for that meeting.
- The Chairman may invite the Board's advisors to attend Committee meeting as appropriate. Any person invited to a meeting shall not have a vote but shall be entitled to speak.
- The Deputy Principal and Assistant Principal (IT&Q) will be expected to be in attendance at every meeting to respond to queries from members.

3. Terms of Reference

Strategic

- To consider and advise the Board in fulfilling its responsibilities for the College mission and future direction.
- To review the annual Strategic Plan created by College management in respect of the next 3 years (minimum, or additional years if determined by College management). To make an assessment of predicted student numbers, proposed curriculum changes, resource issues or other criteria so identified, as to how they may impact the Financial Plan and to report such information to the Finance Committee. To recommend the final version of the Strategic Plan to the Board for its consideration.
- To monitor the College's performance in the achievement of strategic objectives set by the Board. To propose annual performance indicators and targets to the Board and monitor interim and actual results against them.
- To receive and consider the College's annual Self Assessment Report and associated action plans in detail on behalf of the Board and to recommend the report to the Board for its consideration.
- To assist the College management in preparing for Inspections by ensuring that all necessary advice has been received and necessary resources are available.

- To consider post Inspection reports and plans of action and to recommend courses of action to the Board.
- To monitor any area, regional and national plans prepared by any appropriate external agencies as they affect the College and to make recommendations to the Board.
- To monitor the College position against identified trends within Further Education and with respect to the market.
- To undertake any other actions requested by the Board (for example, changes to the curriculum structure or College's organisational structure), which are associated with the College's strategic direction.

Resources (Estates)

- To review proposed developments of the College's buildings and premises to ensure that they will meet its future needs.
- To undertake any other actions requested by the Board which are associated with the College's premises.

Resources (Information Technology)

- To receive an annual report concerning the College's future IT strategy and to review any proposed development of the College's IT infrastructure.

Review and Approval

- The terms of reference of the Strategic Planning Committee will be reviewed on an annual basis as referenced in Annex A, and recommendations made to the Board as appropriate. They are subject to any legislative changes and / or amendments to the Instruments and Articles of Government which may supersede them with immediate effect.
- These terms of reference were last reviewed by the Committee on 15 November 2011 and approved by the Board on 29 November 2011.

Month	Strategic Planning Committee	Typical Timetable for the Board
Jan-Feb		
<p>February <i>*Starting 2012</i></p>	<ul style="list-style-type: none"> • To receive and review the results of the Parent Survey from the December Parents' Evening. • To review in detail the draft 3-year (minimum) Strategic Plan, and to make a proposal for additional resources, if required, to be included in the Financial Plan that is considered by the Finance Committee. • To monitor trends in inspection reports and ensure that management have made the appropriate arrangements to prepare for a future inspection. • To monitor College performance against retention and attendance performance indicators set at the beginning of the year. • Risk Register: Marketing • Risk Register: Strategic Planning 	
<p>April-May <i>*Starting 2012</i></p>	<p><i>April</i></p> <ul style="list-style-type: none"> • To receive a report on the strategic development of the College's resources, including (but not limited to) IT strategy, curriculum strategy, and the use of estates. To forward details of any proposed development of College resources to the Finance Committee for inclusion in the Financial Plan. • To conduct a mid-year review of the SAR and to review in detail the College's performance against the QIP identified within. • <i>(If required)</i> To finalise any changes to the 3-year Strategic Plan prior to submission for the approval of the Board. • To review curriculum and 	<p><i>May</i></p> <ul style="list-style-type: none"> • To receive the 3 year (minimum) Strategic Plan and to approve the Strategic Plan for the following academic year. • To receive a report regarding the College performance against the Quality Improvement Plan (QIP) included in the previous year's SAR.

	<p>participation trends within Further Education with respect to the market and to ascertain the potential impact on the College.</p> <ul style="list-style-type: none"> • To review of any confidential items of business for the preceding year and declassifying if appropriate. • Risk Register: IT systems. 	
<p>November (must take place early November) <i>*Starting 2012</i></p>	<ul style="list-style-type: none"> • To consider the impact of current student enrolments for the following academic year, and the effect on staffing levels and subsidies as may be offered by the College (e.g. transport subsidy). • To set the Performance Indicators and Targets for the following year. • To receive and review in detail the College SAR. • Review Strategic Planning Committee terms of reference. • Biennial- appoint Chair for the following 2 years. 	<ul style="list-style-type: none"> • Approve the performance indicators and targets set for following year. • Approve the SAR. • Receive a report on student destination data. • Biennial- Ratification of the appointment of the Chairman of the Committee. • Approval of any revisions to the Committee Terms of Reference.
<p>As required</p>	<ul style="list-style-type: none"> • To receive and review any area, regional and national plans as prepared by external agencies. • Upon receipt, to consider any post Inspection reports and to recommend courses of action to the Board. • Upon request from the Board, to undertake action to review matters considered to potentially affect the strategic direction of the College. 	

Section 2F) SPECIAL COMMITTEE

Terms of Reference

The College has specific procedures for dealing with matters of grievance, discipline and capability in respect of any staff member designations as a Senior Post Holder. The Special Committee exists to examine matters as set out in these procedures.

The Board of Governors has designated the Principal, Deputy Principal, Vice Principal, Assistant Principal (IT and Quality) and Assistant Principal (Student Welfare) as Senior Post Holders (SPH). The Principal has been delegated with the day to day line management of the Deputy Principal, Vice Principal and Assistant Principals. The Chair has line management responsibility for the Principal and the Clerk. For matters of grievance, discipline and capability where the Clerk is also a member of staff at the institution, the Clerk is to be treated as a Senior Post Holder.

The Committee shall take into account developments in employment legislation and good practice and current guidance provided by the Advisory, Conciliation and Arbitration Service.

All administrative matters pertaining to the Committee are referred to in the Standing Orders of the Board of Governors and will apply to the Committee in all aspects.

1. Membership

- The Committee shall comprise five members.
- The Chair of the Committee shall be the Vice Chair of the Board of Governors.
- All members of the Committee shall be members of the Board of Governors.
- The Principal, Staff and Student Governors shall not be eligible for membership of the Committee.
- In the circumstance that a member has had any involvement in a grievance reported by a SPH or the Clerk which must now be considered by the Committee, that member is no longer eligible for membership and must be replaced.
- The quorum for meetings will be 3.

2. Meetings

- In accordance with the College grievance, disciplinary and capability policies for Senior Post Holders, meetings shall be convened as deemed necessary, in consultation with the Chair of the Board of Governors and as soon as possible.
- If the Committee Chair is not present, those members present shall elect a Chair for that meeting.
- The Chair may invite the Board's advisors to attend Committee meetings as appropriate. Any person invited to a meeting shall not have a vote but will be entitled to speak.
- The HR Manager will normally be expected to be in attendance at meetings in an advisory capacity.
- The person to whom a matter relates, and any other persons associated to a matter under consideration, may make submissions in person at the meeting. They may also be accompanied by a trade union representative or workplace colleague. Refusal of any party to attend will not invalidate the proceedings.

- Minutes and papers of meetings of the Committee shall be considered indefinitely confidential unless otherwise determined by the Chair.
- The Clerk will be responsible for providing clerking services except where his/her post is the subject of reference to the Committee in which case the Committee shall appoint an alternative person to act as Clerk.

3. Terms of Reference:

- To hear a grievance concerning the Chair of the Board of Governors that is not satisfactorily resolved by the Vice Chair (see “Grievance procedure for Senior Postholders: Guidance”, paragraph 3.2).
- To offer an appeal in matters of grievance or disciplinary action raised by or made against a SPH where matters have not been resolved at an earlier stage in the procedure.
- To determine when dismissal (including dismissal by reason of redundancy or expiration of a fixed term contract) might be taken against a Senior Post Holder or the Clerk, and to make recommendations to the Board.
- To examine the case for the disciplinary action, grievance, capability or dismissal of a Senior Post Holder or the Clerk referred to the Committee by the Chair of the Board of Governors, or a majority of the members of the Board of Governors.
- To prepare a written report for consideration by the Board of Governors, making recommendations for action where appropriate.

Review and Approval

- The terms of reference of the Special Committee will be reviewed on an annual basis each November and recommendations made to the Board as appropriate. They are subject to any legislative changes and / or amendments to the Instrument and Articles of Government which may supersede them with immediate effect.
- These terms of reference were last reviewed and approved by the Board of Governors on 29 November 2011.

Section 3: Powers and Responsibilities

Section 3) POWERS AND RESPONSIBILITIES

1. In accordance with the Instrument and Articles of Government, see Appendices 9, 11 and 12 which sets out the powers and responsibilities of the Board of Governors, Clerk and Principal.

Section 4: Senior Post Holders

Section 4) SENIOR POST HOLDERS

1. The Principal, Deputy Principal, Vice Principal, Assistant Principal (IT & Quality) and Assistant Principal (Students & Welfare) have been designated as Senior Post Holders. The Board of Governors therefore has direct responsibility for all aspects of their employment.
2. The Clerk to the Board of Governors, though not a designated Senior Post Holder, is directly appointed by the Board of Governors, and therefore the Board of Governors has direct responsibility for all aspects of the Clerk's employment
3. The Chair of the Board of Governors will line manage the Principal and the Clerk to the Board of Governors. The Board of Governors has delegated to the Principal the day to day line management for the Deputy Principal, Vice Principal and Assistant Principals.

Section 5: Annual Recurrent Approvals

Section 5) ANNUAL RECURRENT APPROVALS

1. See Appendix 1 for the schedule of Board of Governors business which includes details of all recurrent approvals.

Appendices

Appendix 1) SCHEDULE OF APPROVALS

The following schedule will be adopted from September 2011. It is the intention to ensure that the issues listed below are considered by the Board of Governors in the term specified, though in certain circumstances it is accepted that this may not always be the case. In such circumstances, the matter will be considered at the first available opportunity.

Appendix 1) Cont.

Topic/Item	Autumn Term	Spring Term	Summer Term
Annual Financial Statements	✓		
Internal Audit Report	✓		
Audit Committee's Report	✓		
Internal Audit Strategy, Strategic Audit Plan & Annual Plan			✓
Annual Report on Risk Management	✓		
Appointment of FSA and IA			✓
Annual College Self Assessment Report	✓		
College Strategic Plan			✓
Performance Indicators and Target Setting	✓		
Self-Assessment Report approval and ensuing Quality Improvement Action Plan	✓		
Annual Equality and Diversity Report		✓	
Annual Health and Safety Report			✓
Annual Report on College Safeguarding			✓
Setting Tuition Fees			✓
Annual Budget (for coming year)			✓
Three year financial plans			✓
Financial Regulations			✓
HR Issues/Review	✓ or		✓
Financial Management and Control Evaluation (FMCE)	✓		



Topic/Item	Autumn Term	Spring Term	Summer Term
Annual Report of Compliments and Complaints	✓		
Annual Review of confidential minutes			✓
Programme of future meeting dates			✓
Revisions to Committee Terms of Reference and Approval of Committee Chairs	✓		
Revisions to the Standing Orders	✓or		✓

Appendix 2) CURRENT COMMITTEE MEMBERSHIP

Name	Category of Member	Board	Audit	Employment & Remuneration	Finance	Search	Strategic Planning	Special
Rashid Almutairi	Independent	X	X					
Lorna Anderson	Independent	X		X		X	X	
Robert Brook	Independent	X			X			X
John Clare	Independent	X					X	X
George Denby	Independent	X					X	
Joshua Dickinson	Student	X						
<i>Mark Duffield</i>	<i>Assistant Governor</i>		X					
Daphne King	Principal	X		X	X	X	X	
Neil Loveday	Independent	X			X			
Anita Mancini	Staff	X					X	
David Marsh	Independent	X		X	X			
Maria Marsh	Independent	X	X					
Willy Notcutt	Independent	X		X		X		X
<i>Phillip Scott</i>	<i>Assistant Governor</i>			X				
Randhir Seewoodharry Buguth	Independent	X					X	
Claire Snelling	Student	X						
Lesley Smith	Independent	X				X	X	X
John Thompson	Staff	X						
John Tomalin	Independent	X	X	X				X
Pauline Turton	Parent	X						
Lynda Watts	Parent	X					X	

**Employment and Remuneration **Strategic Planning*

Appendix 2) Cont.

ADVISORS

Name	Category of Member	Board	Audit	E&R*	Finance	Search	SP**	Special
<i>Joseph Santori (advisor)</i>	<i>SMT</i>	X	X		X			
<i>Andy Cooper (advisor)</i>	<i>SMT</i>	X						
<i>Anita Hartley (advisor)</i>	<i>SMT</i>	X						
<i>Joanne McDonnell (Clerk)</i>	<i>Clerk</i>	X	X	X	X	X	X	X

***Employment and Remuneration, **Strategic Planning**



Appendix 3) DATES FOR BOARD AND COMMITTEE MEETINGS - 2011/12

1. The schedule of meeting dates for the Board of Governors and for Committees is normally determined in May in each year. Should circumstances dictate, meeting dates may be changed at the behest of the Chair though this is to be avoided whenever possible.

Month	Strategic Planning	Finance	Audit	Search	Employment & Remuneration	Board
September 2011				Mon 19 Sep		Tues 27 Sep
October 2011						
November 2011	Tues 15 Nov	Mon 7 Nov	Mon 14 Nov		Tues 29 Nov*	Tues 29 Nov
December 2011						
January 2012		Mon 9 Jan		Weds 4 Jan		Tues 24 Jan
February 2012	Tues 21 Feb					
March 2012			Mon 5 Mar			Tues 27 March
April 2012						
May 2012	Tues 1 May	Tues 8 May				Tues 29 May
June 2012			Mon 11 Jun	Mon 18 Jun		Tues 26 June
July 2012					Mon 9 July	Tues 17 July

Appendix 4) STANDING AGENDA ITEMS FOR BOARD AND COMMITTEE MEETINGS

1. The following items shall be included as standing agenda items for the conduct of Board of Governors and Committee meetings. Additional standing agenda items may be referenced in individual Committee terms of reference.

- Apologies for Absence
- Declarations of Interest
- Quorum
- Approvals of the minutes of the previous meeting (except where the meeting is a Special Meeting)
- Matters arising from the minutes of the previous meeting
- Date of the next meeting
- Any Other Business

Appendix 5) GOVERNORS MEETING ATTENDANCE POLICY

1. Governors are appointed to the Board of Governors in the expectation that they will make time in their schedule to allow for the regular attendance at Board of Governors and Committee meetings.
2. If a governor is absent for more than 2 consecutive Board of Governors or Committee meetings the relevant Chair will be informed who will raise the matter with the individual concerned. If a governor is absent for a period longer than six months without the permission of the relevant Chair, the Board of Governors may, by notice in writing to that governor, remove them from office at which point the position will become vacant.
3. It is the responsibility of the Clerk to monitor meeting attendance and communicate incidences of breach to the attendance policy to the relevant Chair. The Clerk will maintain a register of meeting attendance for meetings of the Board of Governors and Committees.

Appendix 6) PROCEDURE OF APPOINTMENT FOR INDEPENDENT GOVERNORS

Where a vacancy occurs, is anticipated or identified, the Search Committee will:-

1. Research suitable candidates, either by the placing of an open advertisement in local media, contacting local bodies, groups or institutions, or by initiating other alternative strategies.
2. Assess candidates' suitability in accordance with defined criteria for selection (which may include criteria to address, where it may exist, a skills vacancy on the Board of Governors).
3. Interview those candidates identified as potentially suitable. Such interviews will be conducted in an informal manner but within a formal framework, using a defined skills matrix.
4. Evaluate the understanding and potential to contribute to the work of the Board of Governors of all suitable candidates.
5. Organise for the completion of any background checks as deemed necessary by the Board of Governors. These may include obtaining confidential references and / or a "List 99" check.
6. Ascertain verbally whether there are any conflicts of interest or declarations of eligibility or interests which may prohibit the recommendation of the candidate for appointment to the Board of Governors.
7. Make a recommendation to the Board of Governors regarding any potential appointment, including where relevant a recommendation of Committee membership where a suitable vacancy arises.
8. Appoint a mentor to oversee the induction and first year of the new Governor.

Where a vacancy may be filled via the re-appointment of an existing Governor, and that Governor has expressed a wish to be considered for re-appointment, the Search Committee will:-

1. Review the specific skills of that Governor to assess that there remains a need on the Board of Governors for his / her identified skills.
2. Consider how many terms of office that Governor has already served, noting that there is no limit defined by the Board of Governors on the number of terms of office served. Consideration will be given to the benefit of knowledge gained against the need for a mix of experienced and new Governors.
3. Consider the attendance record of that Governor and ensure that attendance at meetings has not breached the agreed Attendance Policy in the previous 2 year period (excepting circumstances where the permission of the Board of Governors for non-attendance has been granted).
4. Conduct an assessment of contribution to the work of the Board of Governors for that Governor using defined criteria.
5. Make a recommendation to the Board of Governors regarding any potential re-appointment, including where relevant a recommendation of Committee membership where a suitable vacancy arises.

Appendix 7) PROCEDURE FOR THE REMOVAL OF A GOVERNOR FROM OFFICE

1. In situations where a Governor or Assistant Governor has been absent for a period of longer than six months without the consent of the Chair of the Board of Governors, the following procedure will apply:
 - a) The Clerk will notify the Chair of the Board of Governors and the Chair of the Search Committee.
 - b) The Clerk will then write on behalf of the Chair to the Governor concerned explaining the position regarding his/her attendance and advising that this could result in the Governor's removal from office. The Governor should be asked to provide, within seven days, written reasons for his/her non-attendance at meetings.
 - c) The Clerk will then discuss the matter with the Chair and the Principal. The Chair shall decide, in consultation with the Clerk, whether or not the matter should be referred to the Board of Governors and, if necessary, shall authorise the Clerk to convene a special meeting. The Governor concerned has the right to attend this meeting (and to be accompanied by a person of their choice), and to state their case in full, but will not have the right to vote, or to attend the vote at which consideration of the removal from office is held.
 - d) If the Board of Governors decide that the Governor should be removed from office this decision shall be recorded in the Minutes (which may be determined Confidential) and the Governor shall be removed with immediate effect and the position shall become vacant. The Clerk will communicate the decision to the Governor concerned on behalf of the Chair of the Board of Governors.
 - e) A Governor removed from office will have no right to appeal the decision of the Board of Governors.

2. In situations where a Governor may be considered unfit or unable to discharge their duties, the following procedure will apply.
 - a) Any question, regardless of its source, as to whether or not a governor may be unable or unfit to discharge the functions of a Governor must be referred to the Clerk.
 - b) When such a question is brought to the attention of the Clerk he/she shall immediately notify the Chair of the Board. If it appears to the Chair that the matter should be pursued, he/she will decide, in consultation with the Clerk, whether or not further investigation is necessary and, if so, how this should be carried out.
 - c) The Clerk will then discuss the matter with the Chair and the Principal. The Chair shall decide, in consultation with the Clerk, whether or not the matter should be referred to the Board of Governors and, if necessary, shall authorise the Clerk to convene a Special meeting. The Governor concerned has the right to attend this meeting (and to be accompanied by a person of their choice), and to state their case in full, but will not have the right to vote, or to attend the vote at which the issue of consideration of the removal from office is held.
 - d) If the Board of Governors decide that the Governor should be removed from office this decision shall be recorded in the Minutes (which may be determined Confidential) and the Governor shall be removed with immediate effect and the

position shall become vacant. The Clerk will communicate the decision to the Governor concerned on behalf of the Chair of the Board of Governors.

- e) A Governor removed from office will have no right to appeal the decision of the Board of Governors.

Appendix 8) COLLEGE EXPENSES POLICY

1. A copy of the full College expenses policy is available from the Clerk. However, as Governors will generally only claim expenses for travelling (though not in reimbursement for attending Board of Governors or Committee meetings), subsistence and conference fees where appropriate, an extract from the Colleges expenses policy covering these issues is shown below. Rates payable to Governors are the same as those paid to staff, and where 'staff' are referenced below, also read 'Governors'.

TRAVEL AND SUBSISTENCE REIMBURSEMENT

Mileage (use of private cars for business use)

The College will pay staff the following rates for business travel. These rates apply to the total mileage for a return journey.

The first 100 miles	40p per mile
All miles in excess of 100 miles	25p per mile

NB Staff can claim tax relief (on their tax return) for miles reimbursed at the 25p rate up to 10,000 in a year, which is the limit set by HM Revenue and Customs.

Subsistence Limits

Staff may reclaim the costs incurred for food and drink when they are away from College at certain times of the day. The reimbursement is for additional costs incurred at restaurants, cafes, etc as a result of being away from home.

Breakfast – leaving home before 7:00am	£4.00
Lunch – absent from home and College between 11:30am and 2:30pm	£5.00
Evening Meal – absent from home and College after 8:30pm-	£12.00

NB reimbursement will not be made in respect of the purchase of any alcoholic beverages

Hotels (single night rates)

London rate	£80
Outside of London rate	£60

Staff are encouraged to obtain the best value hotel bookings. Early bookings can usually lead to lower rates. According to the Travelodge website, their average room rate is £45 per night. Approximately half of the published London rates in two months' times were below £60 per night. [This data was found on their website on 21 August 2009.]

Taxi fares (where necessary), car parking fees, congestion charges and any other expenses will be paid in full but must be accompanied by a receipt. No tax / National Insurance is due at these rates.

It should be noted that the above figures are the MAXIMUM allowances that may be paid. If the actual expenses incurred are lower than these amounts, only the actual expense incurred may be claimed. If actual expenses incurred are higher, only the above amounts will be paid unless previously agreed.

Appendix 9) RESPONSIBILITIES OF THE BOARD OF GOVERNORS

1. Under Article 3.1 of the Instrument and Articles of Government, the Board of Governors is responsible for:
 - 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 Board of Governors 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.
 - Setting a framework for the pay and conditions of service of all other staff.
2. Under the College's Financial Regulations, the Board of Governors will undertake the following financial responsibilities:
 - Ensuring that the financial, planning and other management controls, including controls against fraud and theft, applied by the institution are appropriate and sufficient to safeguard public funds.
 - Approving the appointment of external auditors and an internal audit service
 - Securing the efficient, economical and effective management of all the institution's resources and expenditure, capital assets and equipment, and staff, so that the investment of public funds in the institution is not put at risk.
 - Ensuring that appropriate financial considerations are taken into account at all stages in reaching decisions and in their execution.
 - Planning and conducting its financial and academic affairs so that its total income is not less than sufficient, taking one year with another, to meet its total expenditure.
 - Approving an annual budget before the start of each financial year.
 - Determining the level of tuition fees.
 - Ensuring that the College complies with the Learning and Skills Council's Audit Code of Practice (or new amendments of).
 - Approving the College's strategic plan.
 - Approving the annual financial statements.

Appendix 10) RESPONSIBILITIES OF THE CHAIR

1. With the support of the Clerk, the Chair will be responsible to ensure:
 - That appropriate issues are brought to the Board of Governors for attention.
 - That business at Board of Governors meetings is conducted efficiently and effectively.
 - That issues before the Board of Governors are debated fully and that all Governors have the opportunity to contribute.
 - To exercise a second or casting vote where there is an equality of votes on any issue at a Board of Governors meeting, excepting the issue of their own election.
 - To exercise any specific authority delegated by the Board of Governors together with a general delegated authority to act, after consultation with the Principal and the Clerk, on any issue arising which is both urgent and important which would normally be dealt with by the Board of Governors but which cannot wait for the next meeting. Such action to be reported to the Board of Governors for information at the next available meeting.
 - To develop an effective working relationship with the Principal and the Clerk based on a full understanding of the role of the Board of Governors in the governance of the College.
 - To provide leadership for the Board of Governors.
 - Where appropriate, to offer both general and specific support to the Principal where strategic, major or contentious issues are involved.
 - To appraise the Principal and Clerk and to ensure appropriate opportunities for development and training for the Principal and Clerk.
 - To instigate disciplinary action against holders of senior posts should the need arise.
 - To represent the College and the Board of Governors on appropriate occasions and, as the occasion demands, to speak to the media on behalf of the Board of Governors.
 - To ensure that arrangements exist for the induction and development of Board of Governors members.
 - To be involved in the appointments process for Senior Post Holders.

Appendix 11) RESPONSIBILITIES OF THE PRINCIPAL

1. The Principal is appointed by the Board of Governors and is its employee. He / she is a member of the Board of Governors with full voting rights except on items of specific exclusions. He/she is the accounting officer for the College responsible to the statutory funding bodies. The Principal is personally accountable to the Board of Governors for the proper discharge of his/her responsibilities as Chief Executive and for ensuring the decisions of the Board of Governors are implemented. The Principal is the Board of Governors' professional advisor on education matters.

2. Under Article 3.2 of the Instrument and Articles of Government, the responsibilities of the Principal are:
 - Making proposals to the Board of Governors about the educational character and mission of the institution and implementing the decisions of the Board of Governors.
 - The determination of the institution's academic and other activities.
 - Preparing annual estimates of income and expenditure for consideration and approval by the Board of Governors, and the management of budget and resources within the estimates approved by the Board of Governors.
 - The organisation, direction and management of the institution and leadership of the staff.
 - The appointment, assignment, grading, appraisal, suspension, dismissal and determination, within the framework set by the Board of Governors, 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.
 - 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.

Appendix 12) RESPONSIBILITIES OF THE CLERK

1. Under Article 3.3 of the Instrument and Articles of Government, the Clerk is responsible for the following functions:
 - advising the Board of Governors with regard to the operation of its powers;
 - advising the Board of Governors with regard to procedural matters;
 - advising the Board of Governors with regard to the conduct of its business;
 - advising the Board of Governors with regard to matters of governance practice.
2. The Clerk to the Board of Governors is responsible for organising the proper conduct of the Board of Governors' business. He/she will act as an independent advisor to the Chair and Governors and will be expected to liaise closely with both the Chair and Principal in managing the Board of Governors' business. The Clerk will advise on procedures and keep a formal record of the proceedings of meetings. The Clerk will remain detached from discussions and decisions of the Board of Governors and its committees except where the nature of the discussions requires the Clerk's advice in areas where he/she may have direct professional expertise as a part of his duties as a post holder of the Board of Governors. The Clerk will recommend the appointment of solicitors with expertise in governance issue for important matters beyond the scope of his/her own expertise.
3. The Clerk to the Board of Governors is directly accountable to the Board of Governors and the role will include the following specific duties:
 - In consultation with the Chair and Principal planning the forward programme of meetings of the Board of Governors and its committees.
 - Identifying the main items to be taken at meetings and liaising with those members of staff or the Board of Governors where pertinent papers for consideration by governors are required for meetings.
 - Facilitating communication on Board of Governors matters between the Chair, Principal and senior staff of the college.
 - Summoning meetings and preparing and dispatching agenda and papers for Board of Governors and sub-committee meetings.
 - Either in person, or by delegation to a named individual, attending all meetings of the Board of Governors and its sub-committees, giving advice on procedure at such meetings and arranging for draft minutes to be prepared of the proceedings.
 - Acting as correspondent for Governors.
 - When requested arranging for the provision of administrative support to the Chair of the Board of Governors and chairs of sub-committees of the Board of Governors.
 - Ensuring that the legal requirements for public access to Board of Governors papers are met.
 - Ensuring the safe custody of the official record of the Board of Governors' business and maintaining a record of outstanding business.
 - Maintaining a record of membership of the Board of Governors, notifying any vacancies, making arrangements for staff elections and advising the Board of Governors on strategies for recruiting new Governors.
 - Maintaining an attendance record of governors, notifying any whose membership lapses as a result of non-attendance or who become disqualified for any reason.

- Maintaining a code of conduct for the Board of Governors and a register of the financial and other interests of Governors; and advising on declarations of interest.
- Making suitable arrangements for the reimbursement of Governors' expenses.
- Making appropriate administrative arrangements for Board of Governors training sessions.
- Taking appropriate action if and when the Board of Governors, its Chair or one of its sub-committees appears to be at risk of acting outside their powers or proposing actions that may be unlawful.

Appendix 13) CONTACT DETAILS OF THE CLERK

The Clerk of the Board of Governors may be contacted as shown below:

Address: The Clerk to the Governors
 East Norfolk Sixth Form College
 Church Lane
 Gorleston, Great Yarmouth
 Norfolk NR31 7BQ

Tel: 01493 662234

Email: governance@enorf.ac.uk

Web: www.enorf.ac.uk