

Cabinet – 9 November 2011

Walsall Adult & Community College Governance Review

Portfolio: Councillor Harris – Leisure and Culture

Service: Walsall Adult and Community College

Wards: All

Key decision: No

Forward plan: No

1. Summary of report

Walsall Adult and Community College's Governing Body has commissioned and completed an independent review of its governance arrangements.

At its Governing Body meeting held on 20 September 2011, the Walsall Adult and Community College Governing Body resolved to recommend implementation of the findings and recommendations of the review report to Cabinet, subject to two amendments. The independent review report document is attached as **Appendix A** to this report.

Effective and robust governance arrangements will ensure that the college is well managed and accountable to its learners, funders, the Council and for public funding.

2. Recommendations

Cabinet is recommended to:

- 2.1 Approve the revised governance arrangements at Walsall Adult and Community College, as set out in the full report and as amended by the Governing Body at their meeting of 20 September 2011.
- 2.2 Refer the report to Council for the appointment of three Walsall Council representatives to the new board.

3. Report detail

- 3.1 Following a decision of Cabinet in December 2007 to set up the Walsall Adult and Community College (WACC), its Scheme of Management and Instruments of Government were approved by Council in November 2008.

- 3.2 The current governance arrangements have supported the formation of WACC and provided guidance and advice through a significant change and development period for the college. The changes which are proposed are to support the College to adopt national best practice in governance as part of the college plans to achieve outstanding Ofsted assessment and national Beacon status.
- 3.3 An independent review was commissioned by the current Governing Body and reported to Walsall Adult and Community College Governing Body board meetings on 12 July 2011 and 20 September 2011.
- 3.4 At its meeting on 20 September 2011, the Walsall Adult and Community College Governing Body resolved to recommend adoption of the recommendations of the independent review following two changes being made, and subject to agreement by Walsall Council.
- 3.5 The full review document can be found as **Appendix A** to this report. The key recommendations are listed on page 4 of the document and are summarised below. At its meeting of 21 September the Walsall Adult and Community College governing body accepted all the recommendations in the report except that the number of Walsall Council representatives should be three and the voluntary and community sector representatives should also be three. The table in paragraph 3.7 of this report reflects the changes as agreed by the governing body at its meeting in September 2011.
- 3.6 Changes should be made to the current arrangements to enable the Walsall Adult and Community College governance to be brought into line with current learning sector best practice and to reflect not only legislative requirements but also the requirements of various funding and regulatory bodies (Skills Funding Agency; Ofsted).
- 3.7 The size of the Governing Body to be reduced to reflect the size and nature of the College and to include membership of the College Principal, staff members and learners, as well as Councillors, the Voluntary and Community Sector and the Businesses Sector within a proposed constitution as described below:

Constituency	Minimum	Optimum	Maximum	Comments
Walsall Council	3	3	3	
Voluntary and Community Sector	3	3	3	Consideration be given to resolve financial conflicts of interest.
Business Sector	2	3	3	Consideration be given to avoid financial conflicts of interest
College Staff	1	2	2	Voting limitations to be agreed

College Learners	1	2	2	Voting limitations to be agreed
Principal	1	1	1	
Total Membership	11	14	14	

- 3.8 Terms of office for Governors to be four years with a maximum of two consecutive terms permissible (except in the case of learners who will be subject to different arrangements).
- 3.9 Sub-committees to be reduced from four to three and to include:
- Quality and Standards Sub-Committee
 - Finance and Resources Sub-Committee
 - Search and Governance Sub-Committee
- 3.10 Quoracy to be reduced from 50% of membership plus one to 40% of membership.
- 3.11 Role/duty descriptions for Chair; Vice Chair; Board Members and independent clerking service to be implemented along with appropriate induction, training and mentoring arrangements.
- 3.12 Standing Orders and Governing Body Policies and Procedures and Code of Conduct to be implemented.
- 3.13 Arrangements to increase the visibility of governors within the wider college to be established.
- 3.14 Independent, expert clerking arrangements to be implemented.
- 3.15 Establishment of a short-life, Special Search and Governance Working Group to plan and oversee transitional arrangements.

4. Council priorities

The recommendations contained within this report will assist the council in improving/developing workforce skills are to match current and future business needs.

5. Risk management

- 5.1 Effective and robust governance arrangements will ensure that the college is well Managed, accountable to its learners, funders, the Council and for public funding and capable of positive Ofsted inspection and external audit reviews.
- 5.2 The Walsall Adult and Community College governance standards will be subject to assessment against agreed performance indicators, annual self-assessment, Ofsted inspection, and the agreed Council three-yearly review cycle.

6. Financial implications

- 6.1 All Governors will be non-remunerated; except for the Principal and designated staff members who will be remunerated through their employment status and not their governance status.
- 6.2 All costs associated with the governance of the college will be met from the Walsall Adult and Community College annual budget.

7. Legal implications

A review of the Scheme of Management and Instruments of Government of the College is recommended as a matter of good practice to ensure the maintenance of governance standards.

8. Property implications

There are no property implications arising from this report.

9. Staffing implications

The College Principal, an independent advisor, and up to three members from within the Council to be confirmed as Governing Body members and assigned to the Special Search and Governance Working Group to take the new Governing Body arrangements forward.

10. Equality implications

Attention will be paid to the demography of the Board including its ability to reflect the range of skills needed for the effective governance of the college, the nature of the College and its business, and the local demography of Walsall.

11. Consultation

Consultation has taken place with independent experts; the current Walsall Adult and Community College Governing Body; learner representative on the current Board; senior staff of the college; Head of Legal; Executive Director Neighbourhood Services.

Background papers

None

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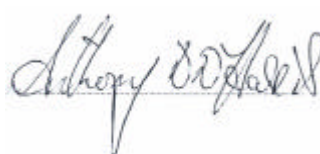
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Jamie Morris
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A handwritten signature in black ink, appearing to read 'J. Morris', with a stylized flourish at the end.

28 October 2011

Councillor Anthony Harris
Portfolio Holder

A handwritten signature in black ink, appearing to read 'Anthony Harris', with a vertical line to the right of the signature.

28 October 2011

MCA Cooper Associates

REPORT ON A REVIEW OF THE GOVERNANCE ARRANGEMENTS

FOR

WALSALL ADULT & COMMUNITY COLLEGE

MAY 2011

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Contents	Page
1 The Brief	3
2 Consultation	3
3 MCA Cooper Associates	3
4 Suggested Changes	4
4.1 Summary of Suggested Changes	4
4.2 Membership of Governing Body	5
4.3 The Board's Responsibilities	6
4.4 Committees of the Governing Body	7
4.5 Conditions of Membership of the Governing Body	7
4.6 Standing Orders for the Conduct of Business	7
4.7 Code of Conduct for Members of the Governing Body	8
4.8 Definition of the Role of Governor	8
4.9 Definition of the Role of Chair of the Governing Body	8
4.10 Terms of Office of Governors	8
4.11 Quoracy at Meetings	9
4.12 Governor Attendance at Meetings	9
4.13 Governor Self-Assessment and Training	9
4.14 Governing Body Visibility to Staff and Students	9
4.15 Mentoring for the Chair, Vice-Chair and the Clerk	9
4.16 Professional Clerking Service	10
5 Instrument and Articles of Government	10
Appendices	
1 Acceptance of the Conditions for Membership of the Governing Body	
2 Role Description for Members of the Governing Body	
3 Role and Responsibilities of the Chair of the Governing Body	
4 Instrument and Articles of Government	

WALSALL ADULT AND COMMUNITY COLLEGE

1 The Brief

Following the amalgamation of the College of Continuing Education and the Walsall Community College on 1 October 2008, the scheme of management approved by Walsall Council made provision “to review the Scheme of Management on a three-year cycle or, as and when major legislation or organisational changes take place that might affect its validity”.

As the end of the three-year period is approaching, the Governing Body of the College at a meeting held on 14 December 2010 commissioned MCA Cooper Associates to carry out a review with the following brief:-

- To review all aspects of the current governance arrangement of WACC;
- To identify the risks and benefits of the current arrangements;
- To prepare, produce and present a report, initially to the current board, and ultimately to the full Council, covering a review of current arrangements, options for alternative arrangements, a professional recommendation on most appropriate arrangements.

Planned Outcome

The initial outcome of this brief is to achieve a refreshed and Full Council approved governance arrangement.

The longer term outcome of this brief is that the work of the Governing Body should be assisted by a professional Clerking service.

2 Consultation

In carrying out the review of governance arrangements, MCA Cooper Associates have consulted the Acting Chair of the Governing Body and the Principal and have reviewed some past minutes of the meetings of the Governing Body and its Committees. All governors were given the opportunity to receive individual briefings and to give their views. The Acting Chair and two other governors took up this opportunity.

3 MCA Cooper Associates

MCA Cooper Associates have been providing management consultancy support to the Further Education sector since 2001. Since that date the Company has advised numerous college clients, various funding bodies and government departments on a variety of general and financial management issues. We are regularly invited to present seminars on topics involving FE and in November 2010 in recognition of support given to Bicton College in Devon we were awarded the accolade of Consultant of the Year by the Chartered Institute of Management Accountants.

The MCA Cooper Associates project leader on this review is a serving independent Clerk in the Further Education sector of thirty-six years' experience who currently acts as the Clerk to the Governing Body of two Colleges of Further Education (one of which is the largest in the country) and three Academies. In his Clerking career, Frank Hardman has worked in Colleges under Local Authority control and incorporated Colleges following the introduction of the Further and Higher Education Act 1992.

4 Suggested Changes

Having carefully reviewed the current governance arrangements for the College, it is apparent that although important aspects such as the membership of the Governing Body were pragmatic provisions at the time of the merger, in terms of the need to balance, and be seen to balance, the merging interests with equal numbers of former trustees and elected members, it is apparent that significant changes have taken place and are about to do so. Since 2008 the College has established itself and has received a “good” Ofsted grading. The arrangements agreed in October 2008 did not wholly reflect the further education governance regulations.

The Governing Body in its Strategic Plan has committed the College to become rated outstanding by Ofsted and a recognised Beacon College. The performance of the Board of Governors is assessed by Ofsted when consideration is given to the grading of the College’s Leadership function. The suggested changes are proposed as a way of positioning the Governing Body contributions to achieve that and to satisfy the expectations of the funding body.

The external context in which the College operates has also changed with the demise of the LSC and the introduction of the SFA operating to a different brief. In view of these changes and the increased pressure on this College (and all Colleges) in the foreseeable future due to significant budget reductions, it is our opinion that a number of measures are necessary relating to the governance arrangements at the College to better equip it to meet the challenges it is facing.

It is our professional opinion that the current arrangements for governance at Walsall Adult & Community College present a risk to previous, current and future SFA funding. Failure to adopt the recommended changes could lead to the potential loss of the Skills Funding Agency funding contract and in addition could lead to retrospective clawback of funding.

The summary of proposed changes reflect consideration of the following:

- The Further and Higher Education Act 1992 which gives a Board its main powers
- The Learning and Skills Act 2000
- The Further Education Corporations (replacement of Instruments and Articles) Order 2007
- The Education and Skills Act 2008
- The SFA contracting requirements.

4.1 Summary of Suggested Changes

The changes proposed below are intended to support the performance of College governance in aspiring to be the “best in class” and to safeguard future funding:-

- Number and range of the Governing Body membership;
- Committees of the Governing Body;
- Conditions of Membership of the Governing Body;
- Standing Orders for the Conduct of Business;
- Code of Conduct for Governors;
- Definition of Role of Governor;
- Definition of Role of Chair of the Governing Body;
- Terms of Office of Governors;
- Quoracy at Meetings of the Governing Body and Committees
- Governor Attendance at Meetings;
- Governor Self-Assessment and Training;
- Board Visibility to Staff and Students;

- Mentoring for the Clerk, Chair and Vice-Chair;
- Confidentiality;
- Professional Clerking Service.

4.2 Membership of the Governing Body

The Board's composition is intended to reflect the broad interests of key stakeholder groups. It should reflect the community it serves for example age, gender, ethnicity and disability. The Board is the sole appointing authority for all Board members but it must establish a Search Committee to advise on the appointment or co-option of new members and act within the parameters set out in the instrument of government (clause 2). The Board is expected to provide guidance to the Search Committee on the qualities, skills and experience sought when recruiting new members.

The membership provisions in the current Governing Body are for a minimum of 14 and a maximum of 18 members (see section 15.5) which, as mentioned above, was a pragmatic response in terms of its different membership categories, to a need to balance the constituent parts making up the merged institution.

It is suggested that to now move things forward, and position the College in relation to best practice in leadership and governance, a different Governing Body membership is required to increase staff and student representation, business representation, to make the Principal a Governor and to remove categories that have not proved effective or may involve conflicts of interest.

The current membership framework in the 2010 Instrument of Government for general further education colleges recommends a minimum of 12 and a maximum of 20 members. This must include staff and student representation and would normally include the Principal. However, there are no further 'categories' required. It is down to the Board itself to determine the way in which membership adequately represents its community to achieve best practice as judged by Ofsted. However, it is our view that the current size of the board is very large for the size of the College.

In light of this, the following membership is suggested:-

- **Between three and four members nominated and appointed by the Council [Council Governors];**

As the Council is the accountable body for the College this membership category would be retained with some flexibility in terms of numbers.

- **Up to two members nominated by the Voluntary Sector;**

This category would replace the current provision for four members 'appointed' by the Walsall Federation of Community Organisations (WFCO) and broaden the scope for voluntary sector membership on the board.

This category could include representatives of WFCO who are not conflicted.

Additionally no body, other than the Governing Body and the Walsall Council should be allowed to appoint to its membership, normally through its own Search Committee procedures.

It is crucial if the College is to survive and develop in a time of austerity that it has a strong Governing Body with no conflicts of interest. The present arrangement of having representatives of sub-contractors who are also competitors to the

College is, to the reviewer, unprecedented and not good practice. The College needs a Governing Body made up of various interests whose members do not have divided loyalties and whose fiduciary duty cannot be called into question.

➤ **Between two and four Representatives of the local Business Community;**

This would increase the membership of this category by two members if the maximum number allowed was taken up and it is recommended that these governors be recruited from the full spectrum of the business community to include representatives drawn from small businesses.

This category should include representation from smaller local businesses.

➤ **Two governors Representing the Staff of the College;**

This would be a new category and is one that has been adopted throughout the FE and HE sectors. The staff governors would be elected by the staff. Options include that the election constituency be that both be elected by the whole staff or one represents the teaching staff and the other the support staff.

➤ **Between one and two governors Representing the College Students;**

The FE Bill aims to raise the profile of student representation on Boards. The Ofsted common inspection framework places a high priority on a College's engagement with the 'learner voice'. Therefore the recommendation is to increase learner representation to two representatives, nominated and elected by the student body and proposed to the Search Committee for appointment.

➤ **The Principal of the College;**

In line with practice in the incorporated Further Education sector, it is recommended that the Principal be a member of the Governing Body.

The above would result in a Governing Body with a minimum of 10 and a maximum of 15 members with the membership categories Parent Carer and NHS Walsall being discontinued.

A flexible approach to numbers of governors in different membership categories is suggested as this would have the advantage that at times of change the Governing Body could operate at the maximum level and at other times at the optimum or minimum level.

	Maximum	Optimum	Minimum
Council	4	3	3
Voluntary	2	2	1
Business	4	3	2
Staff	2	2	2
Students	2	2	1
Principal	1	1	1
	15	13	10

4.3 The Board's Responsibilities

Under statutory regulations, the Board oversees:

Determination of educational character and ethos
 Articulation of vision, values and strategic direction
 The quality strategy for the College
 Effective and efficient use of resources
 Safeguarding of assets
 Approval of the annual estimates of income and expenditure
 Appointment, grading, suspension, dismissal, appraisal and determination of pay and conditions of the Board, any designated senior post-holders, and the Clerk to the Board
 Setting the framework for pay and conditions of staff
 Setting the framework for tuition and other fees
 Financial probity.

In addition, the FE Bill introduces additional responsibilities for Boards in areas of learner representation/participation, and quality and responsiveness. For example, the Board is expected to agree strategies for learner involvement and quality improvement.

The Board may delegate consideration of **some of** these areas of oversight to sub-committees.

4.4 Committees of the Governing Body

The current Governing Body has a committee structure made up of Finance and General Purposes, Search and Quality.

4.5 Conditions of Membership of the Governing Body

A number of measures are proposed to ensure that new members of the Governing Body fully understand their role, the commitment that this entails and the conditions associated with membership.

One such measure is to require all governors to sign an “Acceptance of Conditions of Membership” form at the time of their appointment. This is given at Appendix 1.

4.6 Standing Orders for the Conduct of Business

It is good practice to have comprehensive Standing Orders as an aid to the Clerk, Chairs and members for the conduct of business at meetings of the Governing Body and its Committees.

The Standing Orders would cover the following:-

Governing Body Policies and Procedures

Membership, Quorum Rules and Voting rights for Committees
 Chair's Action
 Agenda and Papers for Meetings
 Confidential Papers
 Frequency of Meetings
 Induction of new Governors
 Insertion of Agenda Items
 Appointment of Governing Body Chair and Vice-Chair
 Appointment of Governing Body Members and their Terms of Office
 Appointment Procedures for Senior Postholders
 Withdrawal from Meetings

Conduct of Governing Body Business
 Special Meetings and Urgent Business
 Declaration of Interests (including pro-forma Register of Interests Form and Notes for Guidance)
 Governing Body Members' Attendance at Meetings
 Governing Body Members' Expenses
 Circulation of Minutes of Governing Body and Committee Meetings
 Classification of Governing Body Business
 Public Access to Governing Body Meetings and Papers
 Invitation of Staff to Governing Body and Committee Meetings
 Election Procedures for Staff Members of the Governing Body
 Criteria for Re-appointment of Governing Body
 Clerking Arrangements
 Assessment of Governing Body Performance
 Review of Standing Orders

Standing Orders would be issued to all Governors upon appointment and each Governor would be briefed about them at their induction. Comprehensive Standing Orders for the Governing Body and Committees can be drafted if required.

4.7 Code of Conduct for Members of the Governing Body

It is recommended that in line with good practice in the incorporated College sector which would include the following:-

- a summary of the main responsibilities of members of the Governing Body under the Articles of Government;
- good governance standards for public service;
- guidelines for the receipt of hospitality and gifts for governors.

A code of conduct can be prepared if required.

4.8 Definition of the Role of Governor

A proposed role description for members of the Governing Body is given at Appendix 2 and is intended to assist potential governors in understanding the role and as a point of reference for existing governors.

4.9 Definition of the Role of Chair of the Governing Body

A proposed role description for the position of Chair of the Governing Body is given at Appendix 3.

4.10 Terms of Office of Governors

The terms of office of governors are normally for four years except in the case of the Principal who would cease to be a member if they left the employment of the College and, similarly, in the case of staff and student members who would cease to be members if they left the employment or being a student respectively.

It is regarded as good practice in the incorporated College sector to place a limitation on consecutive terms of office that can be served by governors. A maximum of two consecutive 4-year terms of office is recommended.

It is also recommended that the initial terms of office of Governors be staggered as a measure to ensure continuity of membership.

4.11 Quoracy at Meetings

It is suggested that the quorum for all meetings of the Governing Body and its Committees be reduced from half plus one to 40% in line with the practice in the incorporated College sector.

4.12 Governor Attendance at Meetings

As can be seen in the proposed “Acceptance of Conditions for Membership” form (paragraph 5) Appendix 1 it is a requirement that members give a general commitment to attend and participate in meetings. In addition to this, it is recommended that the Governing Body set an overall target e.g. 80% for attendance at meetings and that this is reviewed annually by the Clerk and a report is prepared on this.

4.13 Governor Self-Assessment and Training

It is recommended that a programme of governor self-assessment and training be established. The arrangements for this should be part of the Clerk’s duties and could include:-

- all new governors to attend an induction session;
- the completion by all members of a governor self-assessment questionnaire giving their perceptions of the effectiveness of the Governing Body. The Clerk would then prepare a report on the findings;
- a governor “away day” where they are given the opportunity to network with colleague governors, receive updating and discuss future strategies and development;

A governor self-assessment questionnaire could be prepared if required.

4.14 Governing Body Visibility to Staff and Students

The visibility of the work of the Governing Body and its individual members could be increased by the following:-

- the inclusion of a section on the work of the Governing Body on the College’s internet. As well as a section briefly describing the work of the Governing Body, photographs of all members, together with “pen pictures” could be included;
- by inviting governors to events at the College;
- by linking individual governors to specific areas of activity, to include curriculum and support areas.

Advice on how to achieve this is available if required.

4.15 Mentoring for the Chair, Vice-Chair and the Clerk

An ongoing mentoring service could be provided for the Chair, Vice-Chair and the Clerk as required. A further aid could be the National Network for Governors e.g. the Annual National Governance Conference.

4.16 Professional Clerking Service

The Clerk is responsible for:

- Advising on the operation of the powers of the Governing Body
- Advising on procedural matters
- Advising on the conduct of business
- Advising on good governance practice.

To assist the Chair and the Governors in raising the performance of the Governing Body, it is recommended that an independent professional clerking service be introduced.

5 Instrument and Articles of Government

In reviewing the current governance arrangements, it is apparent that some of the above recommendations, if accepted, would require changes to the Instrument and Articles of Government and these are listed at Appendix 4.

Appendix 1**WALSALL ADULT AND COMMUNITY COLLEGE****ACCEPTANCE OF THE CONDITIONS FOR MEMBERSHIP OF THE GOVERNING BODY**

I confirm that I accept in full the conditions for membership of the Governing Body of Walsall Adult and Community College as outlined below:-

- 1 I will support all of the principles set out in the Code of Conduct of the Governing Body
- 2 I will complete the Register of Interests which is maintained by the Clerk on behalf of the Governing Body and make known to the Clerk, in writing, any amendments or additions which arise during the year
- 3 I will make known to the Governing Body [or as appropriate to a committee or any other group] any matters the subject of consideration in which I or anyone with whom I have a close relationship has an interest be it financial or otherwise
- 4 I will abide by the conditions of (1) the Instrument and Articles of Government, (2) the Standing Orders of the Governing Body, and (3) the Terms of Reference and Standing Orders of the Committees and other groups which are in place
- 5 I will endeavour to attend and participate in:
 - ◆ all meetings of the Governing Body
 - ◆ all meetings of Committees and other groups of which I am a Member
 - ◆ the planning sessions of the Governing Body
- 6 I agree to serve on at least one Committee if required
- 7 I will attend appropriate induction and training sessions relevant to my role as a Member of the Governing Body
- 8 I am NOT disqualified from membership of the Governing Body due to having been adjudged bankrupt or made a composition or arrangement with creditors
- 9 During the past five years I have not been convicted of any offence and sentenced to a period of imprisonment [whether suspended or not] for a period of not less than three months without the option of a fine
- 10 I am not employed by or a member of a Governing Body, College or other organisation which may be regarded as being in competition with Walsall Adult and Community College
- 11 I undertake to inform the Clerk in writing if I wish to resign from membership or if at any time during my period of office I become ineligible to serve on the Governing Body

Full Name of Member:

Normal Signature of Member:

Category of Membership:

Period of Office:

Appendix 2**WALSALL ADULT AND COMMUNITY COLLEGE****ROLE DESCRIPTION FOR MEMBERS OF THE GOVERNING BODY**

The College values its Governors' breadth of experience and skills and recognises the contribution that Members of the Governing Body make to the success of the College. It also wants its Members to feel that the job they do is rewarding and satisfying. The following role description has been developed to ensure that potential Governors have a better understanding of the role of Governors and the type of person who may be suitable and as a point of reference for existing Governors in identifying their role on the Governing Body.

Duties of a Governor

The duties and powers of the Governing Body are specified in the Instrument and Articles of Government. Collectively, individual Governors contribute their professional, specialist and general management skills to the Governing Body (and through its Committees) in a non-executive role. A Governor is required to be as flexible as possible in the conduct of their responsibilities and duties, ensuring that the balance of oversight of the College and its business is seen as a positive contribution that does not interfere with the day-to-day management of the College. The primary duties of Governors are to:

- play an active role in the strategic planning process of the College by contributing to:
 - ▶ the development of the College's mission, vision and educational character;
 - ▶ the development of strategic priorities;
 - ▶ the setting of measurable targets to support the College's development and budget;
 - ▶ the monitoring of achievement against objectives and targets;
 - ▶ the development of plans to address major weaknesses.
- play an active role in one or more of the following, as required:
 - ▶ overseeing the management of financial, human and physical resources;
 - ▶ internal audit processes;
 - ▶ provide recommendations to the Council on the development of the framework for the pay and conditions of service of all staff;
 - ▶ the recruitment of new Governors.
- contribute to the regular monitoring of the financial health of the College;
- comply with the Memorandum and Articles of Government, the Governing Body's Standing Orders and Code of Conduct and any other related governance policies and procedures;
- contribute to the business of the Governing Body in an effective, efficient, open and transparent manner;
- attend Governing Body meetings, Governor training and induction events as required;
- get to know the College through discussion with the Principal and the staff, reading relevant papers, visiting the College and participating in events;
- help new Governors understand their role;
- act in the best interests of the College at all times;

Governors have collective responsibility for the above but no Governor has the authority to speak or act on the Governing Body's behalf unless specifically delegated to do so.

Governors must be free at all times to speak and act in what they believe to be the best interests of the College. They cannot be mandated by any group to express views which are not held by them personally. In other words, Governors can make a valuable contribution to the College in terms of their skills and expertise, but cannot lobby on behalf of any group.

Appendix 3

WALSALL ADULT AND COMMUNITY COLLEGE

ROLE AND RESPONSIBILITIES OF THE CHAIR OF THE GOVERNING BODY

- 1 To provide leadership for the Governing Body and to assist the Governing Body and the Senior Management Team in determining the strategic direction of the College.
- 2 With the support of the Clerk, to ensure
 - i) that the Governing Body maintains strategic oversight of the College and operates in accordance with the College's mission statement
 - ii) that appropriate issues are brought to the Governing Body
 - iii) that the business at Governing Body meetings is conducted efficiently and effectively and that the Governing Body meets its statutory duties and responsibilities
 - iv) that issues before the Governing Body are debated fully and that all Governors have the opportunity to contribute
 - v) that discussions and decisions are properly summarised and recorded
 - vi) that all Members of the Governing Body act in accordance with the seven principles of public life viz selflessness, integrity, objectivity, accountability, openness, honesty and leadership.
- 3 To exercise a second or casting vote where there is an equality of votes on any issue at a Governing Body meeting.
- 4 To exercise any specific authority delegated by the Governing Body 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 Governing Body but which cannot wait for the next meeting. Such action to be reported to the Governing Body for information and verification at the next available meeting.
- 5 To develop an effective working relationship with the Principal and the Clerk based on a full understanding of the role of the Governing Body in the governance of the College.
- 6 To work with the Senior Management Team and the Governing Body to create and maintain a safe and inclusive working environment.
- 7 Where appropriate, to offer both general and specific support to the Principal where strategic, major or contentious issues are involved.
- 8 To appraise the Principal and to ensure appropriate opportunities for the development and training for the Principal.
- 9 To advise the Council in instigating disciplinary action against holders of designated senior posts should the need arise.
- 10 To oversee and arrange an annual appraisal of the work of the Clerk to the Governing Body.
- 11 To act as ambassador on behalf of the College and the Governing Body and in particular to handle relations with the media on behalf of the Governing Body.

Appendix 4

WALSALL ADULT AND COMMUNITY COLLEGE

INSTRUMENT AND ARTICLES OF GOVERNMENT

Some of the changes recommended above would require amendments to the existing Instrument and Articles of Government as follows:-

Instrument of Government Clause 15.5 –

The existing wording be deleted and replaced by:

“15.5 The Governing Body of the College shall consist of a minimum of 10 and a maximum of 15 members who shall be selected and appointed as follows:-

- between three and four members nominated and appointed by the Council; ('Council Governors');
- up to two members nominated by the Voluntary Sector;
- between two and four representatives of the Local Business Community;
- two Governors representing the staff of the College;
- between one and two Governors representing the students of the College;
- the Principal of the College

The Governing Body must consist of a minimum of four independent members selected in accordance with clause 15.2 above.

Clause 19.2

“19.2 The term of office of Governors shall normally be for up to four years. Governors shall be eligible for re-appointment at the end of their terms of office subject to their normally serving a maximum of two consecutive four-year terms of office.

The terms of office of the Principal and Staff Governors shall cease immediately they leave the employment of the College.

The terms of office of Student Governors shall cease immediately they cease to be students of the College.”