

Council – 8 September 2008

Approval of the Scheme of Management for the Walsall Adult and Community College

Service Area: **Neighbourhoods**

Wards: **All**

1. Summary of report

- 1.1 Following the decision of the Cabinet on 19 December 2007 to agree to the amalgamation of the College of Continuing Education with the Walsall Community College, under the auspices of the Council, it is the role of the full Council to agreed the Scheme of Management, including the Articles of Governance, for the new organisation, This document delegates certain powers of the Council to the governing body of the college. The draft scheme of management is appended to this report.
- 1.2 The Council has the statutory power to create the Walsall Adult and Community College including the power under Section 85(3) of the Further and Higher Education Act 1992 to establish a Governing Body for an adult education institution and to delegate management powers to it. It is proposed that this should take effect from 1 October 2008.
- 1.3 As the Scheme could become out of date as, for example, legislation or the organisational structure of the Council changes; it would be advisable to review it every three years or, as and when, major changes take place

2. Recommendations

- 2.1 That Council approves the Scheme of Management for the Walsall Adult and Community College as set out in Appendix 1 of this report to take effect from 1 October 2008.
- 2.2 That Council agrees to review the Scheme of Management on a three year cycle or, as and when major legislative or organisational changes take place that might affect its validity.

3. Background information

- 3.1 From the 2008/9 academic year the Learning and Skills Council (LSC) wishes to deal with a single supplier of Adult and Community learning in Walsall. Currently it supports two institutions to provide adult learning in the community – the College of Continuing Education (CoCE) and the Walsall Community College (WCC). The CoCE is managed by the Council with it governance delegated to a Governing body and the WCC is an independent charity with a board of trustees..

On 19 December 2007 Cabinet agreed to the College of Continuing Education and Walsall Community College amalgamating under the auspices of the Council and that a new governing body for the college is created and the current staff of the Walsall Community College should transfer to the Council. Once the Walsall Adult and Community College is established the CoCE will cease to exist and its governing body will be disbanded

- 3.2 A steering group was established and after negotiations both colleges have agreed to amalgamate under the auspices of the Council and commence business from September 2008, the new academic year. A shadow governing body has been appointed by the existing bodies and meets. It has been agreed to call the amalgamated college the Walsall Adult and Community College and the prospectus for 2008/9 is being published under that title. The amalgamation cannot be completed until the governance arrangements have been agreed by the Council. At that point the funding can be released by the LSC to the Council (as accountable body) and the transfer of staff from the WCC to the employment of the Council can take place under TUPE arrangements. The TUPE process has started and negotiations with the trade unions and consultation with the staff of both colleges have concluded. There are no obstacles to the transfer of staff.
- 3.3 Once the college is formally established the process of recruiting a new Principal will commence. Over the next 12 months work to fully integrate the two colleges will take place.

4. Resource considerations

- 4.1 The CoCE employs around 150 full time and part time staff. In 2007 it received £2,702,682 from the LSC. Walsall Community College employs around 13 staff, plus sessional teaching staff. In 2007 it received approximately £1,000,000 from the LSC. The LSC has agreed that in 2008/9 the new amalgamated college will be established and resourced by combining the full 2008/9 allocation earmarked for each college, making a budget approaching £4 million.
- 4.2 All posts will remain within the new college. Future staffing needs will be defined by the needs of learners and the resources available. 2008/9 is seen as a year of transition that will be lead by the new Principal.

5. Citizen impact

- 5.1 By combining the resources and skills of the two colleges it is anticipated that there will be a different and refreshed approach to adult and community learning in Walsall. The amalgamation will provide a service which is more than the sum of the parts of the two partners, ensuring a fair and rational distribution of learning opportunities across the Borough and a consistent level of quality and quality control. The primary focus will be the learner and the needs of employers in the Borough.

6. Community safety

- 6.1 The College will provide services within communities it serves reducing the need for people to travel around the Borough or to visit unfamiliar areas.

7. Environmental impact

- 7.1 The college will provide services within the localities it serves reducing the need for people to travel around the Borough.

8. Performance and risk management issues

- 8.1 Both colleges have been rated as satisfactory by the Adult Learning Inspectorate in 2006. Both have implemented action plans to improve their performance. At present the LSC cannot commit to what its funding is likely to be in the long term. It is not likely to increase and could reduce. However, that risk would be the same if the colleges did not need to amalgamate. The amalgamation reduces the risk of one or the other college having its funding withdrawn by the LSC or the provision of adult learning being put out to open competition. It also ensures that the combined operation will be funded at the same joint level as the individual organisations would be. That would not have been the case with any other option.
- 8.2 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.

9. Equality implications

- 9.1 Access to the college will be open to all and it will offer specialist course in ESOL and for people with learning difficulties. Course options reflect the communities that they are based in. The whole borough is served by a network of learning opportunities. The Scheme of Management includes a commitment to Equality and Diversity in the curriculum and provision of learner needs of the college.

10. Consultation

- 10.1 Consultation on the Scheme of Management has taken place with the Shadow Board and the Council's Constitutional and Legal services.

Background papers

Draft Scheme of Management for Walsall Adult and Community College

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Signed:

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

Executive Director: Jamie Morris

Date: 29 August 2008

DRAFT SCHEME OF MANAGEMENT FOR WALSALL ADULT AND COMMUNITY COLLEGE

**Version 4
29 August 2008**

SECTION ONE

1 INTRODUCTION

1.1 This Scheme of Management, Articles and Instruments of Government pertaining to the Walsall Adult and Community College has been written following the amalgamation of the College of Continuing Education and the Walsall Community College in September 2008.

1.2 It is made by Walsall Council (the Council) for the provision of adult learning by Walsall Adult and Community College inter alia under powers arising from Section 4 of the Local Government Act 2000 (the promotion of well-being), Section 22 and 23 of the Learning and Skills Act 2000 (duty of local education authorities to set out and secure education and training for persons who have attained the age of 19) and s120 of the Education Reform Act 1988 (power to provide facilities for Higher Education).

1.3 Section 85(3) of the Further and Higher Education Act 1992 empowers a Local Authority to establish a Governing Body for an adult education institution and to delegate management powers to it.

1.4 In discharging these duties and powers, the Council has agreed, to establish as part of the overall structure of the Council a college known as Walsall Adult and Community College, which shall have the benefit of a local Governing Body representing stakeholders with an interest in adult and further education including adult learners, adult learning staff, business and employers, community representatives, and representatives elected by Councillors.

1.5 For organisational purposes, Walsall Adult and Community College sits within the Council's Leisure, Culture and Lifelong Learning Service and the Principal of the College is an officer within the Department, reporting to the Assistant Director for Leisure, Culture and Lifelong Learning.

1.6 The Principal is responsible for managing the service in accordance with the Council's Financial Regulations and Standing Orders and is accountable to the Assistant Director for these purposes.

1.7 The Principal is responsible for reporting to the Board of Governors in relation to those matters set out in this Scheme of Management, principally for the organisation and performance of the educational provision within the College.

1.8 The Scheme of Management sets out the responsibilities and limitations of the role of Governors and the areas where the Governors can act or those circumstances where they may make recommendations to the appropriate Portfolio Holder or the Executive of the Council.

2 DEFINITIONS

2.1 In this Scheme, except where the context requires otherwise, the expressions below will be defined as follows:

2.1.1 “**Adult Learning Development Plan**” shall mean the overarching plan agreed by the Council to reflect local, regional and Government policy on adult learning to the requirements of the LSC. Documents contributing to the contents of the Adult Learning Development Plan and its associated business plan include the College’s Further Education Plan, Quality Improvement Plan and Self Assessment Review.

2.1.2 “**The Council**” shall mean Walsall Council whose office is at Civic Centre, Darwall Street, Walsall WS1 1TW acting in its capacity as the Local Authority.

2.1.3 “**Governors**” shall mean the persons appointed to serve as Governors on the Governing Body.

2.1.4 “**The Governing Body**” shall mean the group of persons appointed to serve as Governors on the Governing Body.

2.1.5 “**The Principal**” shall mean the person duly appointed as the head of the College, who reports to the Assistant Director for Leisure, Culture and Lifelong Learning. The Principal is also a member of the Service Management Team. the Principal reports to the Board of Governors in relation to those matters set out in this Scheme of Management, principally for the organisation and performance of the educational provision within the College. The Principal is also the accountable officer to the LSC (or its successor funding body).

2.1.6 “**Instrument and Articles of Government**” shall mean the documents attached hereto detailing the constitution of the Governing Body and setting out the rules and regulations by which the Governors abide.

2.1.7 “**LSC**” shall mean the Learning and Skills Council or its successor bodies

2.1.8 “**Delegated Budget**” shall mean the financial budget provided to the College which includes grants made to the Council from funding provided by the LSC and any other monies or contributions allocated or given by any other authorised source to the Council for the purposes of the College.

2.1.9 “**Leisure Culture and Lifelong Learning**” shall mean the service area within the Council under which responsibility for Adult Education shall sit. From time to time the Council may review its organisational structure, including Departments and where particular service areas relate. In such circumstances the name of the responsible Department may be substituted.

2.1.10 “**Assistant Director for Leisure Culture and Lifelong Learning**” shall mean the responsible officer for Adult Education within the Council or such officer as determined by the Councils Chief Executive. From time to time the Council may review its organisational structure, including Departments and where particular service areas relate. In such circumstances the title of responsible Director may be substituted.

3 THE AIM FOR ADULT EDUCATION

3.1 The aim for Adult Education in Walsall is to provide an efficient, effective, high quality service offering a balanced range of educational opportunities in response to the needs of the Borough’s adult population, supporting the Council’s overall vision.

3.2 Adult Education in Walsall will also support the vision and values of Leisure, Culture and Lifelong Learning.

3.3 The College’s mission is to develop individuals and communities by providing accessible, high quality learning opportunities and skills training. The Council recognises that it can only succeed by working in partnership with other local providers and with community and voluntary groups. The provision shall be available to as wide a range of the population as possible.

4 CUSTOMER GROUP

4.1 The College’s customer group will comprise all learners as defined by the Learning and Skills Council, or its successor body.

5 CURRICULUM

5.1 The College’s curriculum will provide a balanced and mixed response to the needs and priorities of the local community, employers and to the local, regional and national priorities as communicated through the LSC or its successor body.

5.2 In realising these aims the curriculum should contain courses within the following categories:

- Skills for Life
- Skills for Work
- Skills for Personal Development

6 CO-OPERATION BETWEEN EDUCATIONAL PROVIDERS

6.1 The College will liaise with other educational providers from both statutory and voluntary organisations in the preparation of its strategic plan. It will maximise the funding opportunities which this brings, together with opportunities for student access and progression between the institutions. There will be cooperation with Walsall College and the University of Wolverhampton.

6.2 The aim of co-operation will be to:

- provide a borough wide and comprehensive variety of courses;
- facilitate learner progression;
- enable the resources of all institutions involved to be made available to adult

students;

- review curriculum development annually;
- exchange good practice and new ideas to increase the effectiveness of teaching and learning and to increase efficiencies in provision;

7 EQUALITY AND DIVERSITY

7.1 In planning its annual programme, the college will seek to widen participation to ensure, as far as possible, that no groups or individuals are unnecessarily disadvantaged. The College will provide access to opportunity for all adults, irrespective of previous education, personal status, ethnicity, or background.

7.2 Certain courses, however, will attract particular groups of people; for example, people with learning disabilities will be able to enrol on provision targeted to their needs. Where there is evidence of under-representation or low uptake by particular groups within the community, the College will be responsible for using available resources to make provision for such groups.

7.3 The College will endeavour to meet the costs of individual learning support within the limits of resources available to enable learners to reach their educational goals.

7.4 The College will ensure that the principles and procedures of the Council's and the College's Diversity and Equal Opportunities Policies are adhered to by College staff in the enrolment and induction of students and the delivery of learning.

8 FEES

8.1 The College shall agree a fee structure in line with LSC fee guidance and approved by the Council. This shall be reviewed annually by the Governing body.

8.2 Individual arrangements for the payment of fees will be considered by the College for financially disadvantaged students. The College policy on fee remission for particular groups of students will reflect the priorities of the Council and the college and the requirements of the LSC and available funding.

9 PROMOTING THE COLLEGE

9.1 The College will develop an annual marketing plan to promote its programme and enhance its profile within the Borough. The range of publicity material used by the College will emphasise the choices and opportunities available to all adults and will be expected to include:

- annual and supplementary programmes;
- Council and College web sites;
- posters and course leaflets;
- displays and exhibitions;
- College IAG;
- open days;
- other media (e.g. local radio).

9.2 Printed publicity will be circulated to a wide range of public outlets, particularly targeting groups currently under-represented within the College. Information will be accurate at the time of publication and will be regularly updated. Consideration will be given whenever possible to producing material in alternative formats to target specific groups of residents who might otherwise be prevented from accessing College provision. Appropriate means of communication will be used at all times.

9.3 Signposting to relevant community organisations and interpretation services will be provided where appropriate and practical.

9.4 The College will be responsible for co-ordinating regular press releases and publicising the achievements of students, with reference to the press office of the Council, as appropriate.

9.5 All publicity material will acknowledge that the College is part of the Council and will print the Council logo alongside the College logo.

10 ACCESS TO COLLEGE CENTRES

10.1 The College will deliver provision throughout the Borough and will take into account accessibility by public transport and the availability of car parking when considering venues.

10.2 All College centres will display the College and the corporate Walsall Council logo.

10.3 The College will take all reasonable steps to ensure that college buildings are fit for purpose and are safe and well lit at night.

11 QUALITY ASSURANCE POLICY

11.1 The College will ensure that a Quality Assurance Policy is in place and maintained. The Governors will ensure that appropriate assessment and review procedures are in operation at College sites for all courses. This shall include the setting of targets and review of achievements, sound initial assessment and systematic record keeping.

11.2 The College will maintain a procedure for the systematic monitoring of the quality of teaching and learning through classroom observation, mentoring and coaching. An annual self-assessment review will be produced covering all curriculum areas and College leadership and management.

11.3 The College will use the Self-Assessment Review process as a preparation for inspection by OFSTED or other relevant agencies.

12 WORKING ENVIRONMENT

12.1 All College sites will be smoke-free and will have appropriate refreshment and social facilities.

12.2 The Governing Body and Principal shall undertake satisfactory arrangements to meet the requirements of all relevant legislation and good practice in Health and Safety and Equal Opportunities, Disability Discrimination Act (1995) and Race Relations Act 2002. The Council has a policy statement for Health and Safety at Work. The Governing Body and the Principal must comply insofar as it lies within this policy.

12.3 The College is required to issue (and revise from time to time) a health and safety policy statement covering staff, students and visitors. In preparing or revising the statement and in conducting safety audits in accordance with it, the Governing Body is recommended to seek appropriate advice from officers of the Council and other public bodies such as the West Midlands Fire Service.

13 STUDENT SERVICES

13.1 All students shall have access to the College internet site and a copy of the college learner handbook upon starting their course of study.

14 CUSTOMER CARE

14.1 The College will maintain its Customer Care Policy, including a formal complaints procedure consistent with corporate policy, in order to deliver its services with fairness, efficiency and courtesy.

15 PRINCIPAL

15.1 The Principal of the College reports to the Governing Body and to the Assistant Director for Leisure, Culture and Lifelong Learning. The Principal is also a performance centre manager and a member of the Leisure, Culture and Lifelong Learning Senior Management Team. The Principal's key role is to advise the Governing Body on the management of the College. The Governing Body will consult and seek the Principal's advice across the whole range of decisions relating to the management of the College and its activities.

16 STAFFING

16.1.1 It is the responsibility of the Governing Body in conjunction with the Principal, to determine the staffing complement of the College and to make recommendations to the Council on appointment to vacancies or on potential dismissal. The Governors, along with the Principal, shall ensure that sufficient staff are employed to discharge the function of the College within available resources. All teaching staff will have qualifications and experience related to their specialist subjects and will hold or will be working towards a teaching qualification within a specified time.

16.1.2 Detailed and appropriate guidance on these matters will be available from the HR department of the Council. The Council can also furnish the Governing Body with details of the pay and conditions of full and part time staff, and details of the scales and levels of responsibility at the Governing Body's request.

16.1.3 Upon joining the College, staff will receive a formal induction.

16.2 Selection Process

16.2.1 The Principal of the college will be appointed by an appointments panel of the Governing Body that will include the Assistant Director of Leisure, Culture and Lifelong Learning and professional support and advice. The Principal and an appointments panel will be responsible for other Senior Management appointments as appropriate. The appointment of other members of staff will be delegated as appropriate.

16.2.2 Recruitment and selection of the Principal and other staff shall be undertaken in accordance with the Council's Equal Opportunities Employment policies and practice.

17 PREMISES

17.1 The College will operate and deliver provision throughout the borough utilising the premises and in partnership with its voluntary sector providers.

The following sites are used on a permanent basis:

- the Hawbush Centre
- the Whitehall Centre

18 PERFORMANCE MONITORING

18.1 It is the responsibility of the College to monitor its performance in a variety of ways including the moderation of observed teaching and learning, statistical information and reports, as required by the Council, the Neighbourhoods Scrutiny Committee, the LSC, other funders and the Department for Innovation, Universities and Skills.

18.2 Statistical data will include:

- student numbers, summarised by curriculum area;
- age;
- gender;
- ethnic origin;
- summary details of learners' achievements;
- staffing information, including staff development;
- summary information on income from the LSC;
- student fees and other funding providers;
- success rates
- retention rates

18.3 The above information will contribute to the preparation of the annual Adult Learning Development Plan for submission to the LSC. A report will be presented periodically to the Leisure and Culture portfolio holder detailing the College's achievements.

18.4 The College will also prepare an annual report, giving details of student enrolments, examination results, student satisfaction surveys, attendance rates and retention data in an accessible format for distribution to the LSC, the Governors, Members of the Council, College staff, students and other interested parties.

18.5 Monitoring of performance will be undertaken by the review processes of the LSC and OFSTED. Provider reviews assess a wide range of activities within the College, including the development of policies, staff appraisal and quality assurance systems. These processes will require the College to produce a range of documents and reports, including the annual report and the annual self assessment review, covering all areas of the curriculum and management:

18.6 Other external agencies will also monitor specific areas of College provision, for example, European Social Fund/LSC funded projects, the Department for Innovation, Universities and Skills and the Department for Children, Schools and Families. The College will prepare financial and administrative monitoring reports to meet audit and Best Value requirements of the Council. The annual report and termly reports to the Governing Body will incorporate performance statistics and appropriate indicators drawn from all other forms of review and monitoring. These reports will be submitted to the Governing Body and the Council.

19 DELEGATED BUDGET

19.1 The delegated budget of the college shall comprise all income received by the college from all sources and specifically including:-

- LSC Further Education funding
- Learner fees
- Any surplus carried forward from previous years
- Any third party payments from employers or other customers
- Income from consultancy services
- Any funding from the Council

19.2 In determining the annual allocation of any additional funding to the College directly by the Council will have regard to:-

- The Council's overall budget setting process
- The estimated costs of the College delivering those services identified within the Walsall Adult Learning Plan
- Other sources of income available to the college within the delegated budget
- Any surpluses carried forward from previous years

19.3 The Council will allow the College to carry forward surpluses, in respect of operational matters spread over more than one year. It does not consider that it is necessary to place a formal limit on the proportion of the budget which may be carried forward as a surplus. Should excessive surpluses be accumulated, the Council reserves the right to take them into account in determining the annual budget.

19.4 The College shall ensure that it maintains a balanced budget and that all spending is contained within the delegated budget. It should not plan for a deficit, and any unplanned deficits which arise will be carried forward.

19.5 In partnership with the College, the Council will endeavour to seek other sources of funding in support of national, regional and local priorities in Adult Education.

20 RECHARGES

20.1 A deduction will be made to the annual allocation from the Council to cover services provided to the college by the Council.

20.2 A schedule of recharges will be made available to the College and governors annually.

SECTION TWO

ARTICLES OF GOVERNANCE

Pursuant to and in the exercise of the powers conferred upon them under and/or arising from section 120 of the Education Reform Act 1988 (functions of local education authorities with respect to higher and further education), section 85 of the Further and Higher Education Act 1992 (finance and government of locally funded further and higher education), Section 2 of the Local Government Act 2000 (promotion of well-being), and Section 23 of the Learning and Skills Council (LSC) Act 2000 (duty of LEA to secure education and training for persons who have attained the age of 19).

Walsall Council hereby orders as follows:

1 ROLE OF THE GOVERNING BODY

1.1 The Governing Body provides a framework for the governance of the College, drawing upon the wide range of stakeholders involved. It provides transparency in the use of College resources. This Scheme of Management seeks to provide the maximum autonomy for Governors to achieve the College's aims and aspirations within the framework of the local government structure and of the requirement to provide value for money.

2. DUTIES OF THE GOVERNING BODY

The main duties of the Governing Body will be inter alia to:

2.1 provide education and training opportunities in accordance with the needs identified by the College and the Adult Learning Development Plan;

2.2 protect the mission, values and educational character of the College;

2.3 maintain and annually review the College's strategic plan, ensuring that it is in accordance with the College's main aims, mission statement, character and funding;

2.4 review the academic content, quality and viability of the programmes of study at least annually to ensure that they meet the needs of learners, employers and the local community and regional and national priorities.

2.5 ensure that there is collaboration with other providers of adult and community learning in the Borough and with local employers;

2.6 monitor the quality of teaching, learning and guidance and support for learners in relation to adult learning through regular reports to the Governing Body;

2.7 provide the Council, in the form agreed, with such information as it may require for the exercise of its functions under the Scheme;

2.8 maintain the College premises in a fit state of repair to the extent that such maintenance falls within the responsibilities for the Governors under the Scheme;

2.9 efficiently and effectively monitor the financial and other resources allocated to them for the management of the College so as to ensure the good finances of the College and to safeguard the College's assets;

2.10 ensure at all times the College complies with Council's Financial and Contract Rule and Procedures and Constitution with respect to purchasing service, goods and works (any reference therein to Executive Director will mean Principal and any reference to Cabinet shall mean the Board of Governors for these purposes) and Human Resources and Personal policies with regard to staffing matters;

2.11 agree and approve a schedule of fees in line with Council policy and LSC fee guidance, and a balanced income and expenditure plan consistent with the delegated budget and propose efficiencies or service changes to achieve this;

2.12 oversee the Principal's monitoring of spend and income;

2.13 approve variations in spend during the course of the year;

2.14 secure value for money and not plan to incur a deficit, subject to any conditions specified in the Scheme. Any unplanned deficit that arises will be carried forward and must be notified to the Assistant Director for Leisure Culture and Lifelong Learning. The Council will allow the College to carry forward surpluses. Should excessive surpluses be accumulated, the Council reserves the right to take them into account in determining the level of the funding, subject to discussion with the LSC. Should the project not achieve the aims stated in this Agreement, or the funding is improperly used for the purposes for which it is provided, the Council may recover all or some of the grant already paid;

2.15 ensure that proper financial controls are in place for budgetary management including management of accounts;

2.16 review and revise charges made by the College including course fees, lettings and consultancy work;

2.17 not undertake in any financial year, without the consent of the Council, any commitment which, if not offset by reductions elsewhere in the College's expenditure, would require the Council to provide extra resources to the College in subsequent years. (The purpose of this clause is to allow Governors to undertake commitments which will extend beyond the end of the financial year – such as the selection of new staff or the provision of supplies and services – but preclude it from entering into so many such commitments that they could not all be met within a reasonable expectation of Council or LSC funding). This does not prevent the Governing Body entering into additional commitments to be met from earned income);

2.18 ensure that the College complies with the requirements of current legislation in relation to the most effective use of resources and the continuous improvement of services.

3. POWERS OF THE GOVERNING BODY

The powers of the Governors, inter alia, are to:

3.1 oversee expenditure within the delegated budget pursuant to the Scheme having regard to the provision of an effective and efficient adult education programme in accordance with an Adult Learning Development Plan, and the requirement to deploy funds effectively within the Council's Financial Regulations;

3.2 exercise virement within the delegated budget, including virement between teaching and non-teaching staff headings and between staff and non-staff headings;

3.3 carry forward surpluses and deficits from one financial year to the next, subject to Council notification and consent and Financial Regulations;

3.4 monitor the financial management of the College within its delegated budget;

3.5 consider other means of revenue for the College and implement the same as long as such activities are not opposed to, or contrary to, the College mission;

3.6 enter into contracts on behalf of the Council in compliance with Contract Standing Orders, and further to the principles of current legislation;

3.7 determine the curriculum of the College and to vary that pattern following changes discussed with the Principal and the Council in market trends, learning opportunities, financial circumstances and Government policy during the budget period;

3.8 monitor the quality of the service, the teaching and learning;

3.9 be responsible for admissions and examination and discipline of learners and any complaints procedure in relation to learners;

3.10 ensure that the College takes all reasonable steps to accommodate learners with learning difficulties or disabilities in terms of curriculum and College facilities;

3.11 contribute to the Council and the LSC planning process including recommendations on provision appropriate to the College;

3.12 ensure that the College provides the Council with such information as it may require for the exercise of its function under the Scheme;

3.13 ensure that the College takes all reasonable steps to comply with all applicable health and safety legislation and that there are policies and systems in place to meet all relevant legislation;

3.14 ensure that the College takes all reasonable steps to comply with social inclusion and discrimination legislation;

3.15 arrange for the internal decorations, repair, maintenance and alterations to premises and equipment for which the Governing Body is responsible in accordance with the Scheme, the Local Government Planning and Land Act 1988 and any relevant lease;

3.16 determine the use of the premises and the charges levied and, in doing so, to comply with the Council's policies for the use of educational premises for the community at large and with the LSC (or its successor body) fee guidance;

3.17 monitor staffing matters, subject to the requirements of Council employment procedures and policies, and consultation with the Assistant Director of Leisure, Culture and Lifelong Learning. Whilst the Council remains the employer, Governors are empowered to:

3.17.1 determine the staffing levels, both full-time and part-time as required for the purposes of the College;

3.17.2 make appointments in accordance with section 16I;

3.17.3 advise, in conjunction with the Principal and the Council, on the duties, grading and remuneration of staff.

3.18 meet from the delegated budget the cost of incidental redundancy arising from the adjustment to the College's programme as part of the financial implications of the adjustment. The Council will consider applications for funding large-scale redundancies outside the delegated budget in special circumstances;

3.19 ensure that appropriate assessment and review processes are in operation at the college sites;

3.20 delegate to the Principal such powers as the Governing Body deems appropriate, subject to paragraph 3.22 (delegation of functions to a committee of members of the board of Governors) and the required delegation as detailed at paragraph 7 below. (Delegation of Functions to the Principal);

3.21 consult with the Council on any significant changes to the provision of adult learning which fall within the role of the Governing Body, including external factors such as changing Government policy;

3.22 delegate to a committee of members of the Board of Governors such powers as the Governing Body deem appropriate subject to the following sub paragraphs;

(1) The Governors shall not delegate the following functions:

- (a) the determination of the educational character and mission of the institution;
- (b) the approval of the annual estimates of income and expenditure;
- (c) the responsibility for ensuring the solvency of the institution and the Governors and for safeguarding their assets;
- (d) the appointment of the Principal or holder of a senior post;
- (e) the appointment of the Clerk, (including, where the clerk is, or is to be, appointed as a member of staff the Clerk's appointment in the capacity of a member of staff); and
- (f) the modification or revocation of these Articles.

(2) The Governors may not delegate:

- (a) the consideration of the case for dismissal, and
- (b) the power to determine an appeal in connection with the dismissal

of the Principal, the Clerk or the holder of a senior post, other than to a committee of members of the Governors.

- (3) The Governors shall make rules specifying the way in which a committee having functions delegated shall be established and conducted including limiting the delegation to considering and reporting back to the Board of Governors for the Board of Governors to make a decision.
- (4) Any Committee of Governors set up under this paragraph 3.22 may establish a sub committee and determine their membership and functions unless expressly prohibited by the Board of Governors.
- (5) Where a committee or sub committee has been established. The Board of Governors or committee establishing the sub committee can appoint non Board of Governor members, where it considers it appropriate, to the committee or sub committee including representatives of the staff, students or persons outside the college to act in a consultative capacity (non voting).

4. LIMITATIONS TO THE POWERS OF THE GOVERNORS:

4.1 The Governors shall not without prior consultation and approval of the Council:-

- close or significantly vary a service provision or facility provided and funded through the College budget
- restrict access to college facilities or education provision through mechanisms outside of the agreed fee structure or access arrangements

4.3 The Governors shall consult with the Council on any other proposals to significantly change the provision of adult learning which fall within the role of the Governing Body, including external factors such as changing Government policy.

5 CONDUCT OF THE COLLEGE

5.1 The College shall be conducted in accordance with any relevant legislation, regulations and guidance relating to education (including as amended by any subsequent enactment), and subject thereto, with the provisions of these Articles.

5.2 The Council shall have the overarching responsibility in the management and financial matters of the College but, in consultation with the Governors, shall determine in accordance with this Scheme of Management the general educational character of the College and its place in the local education system.

5.3 The Governors shall be responsible for the general direction of the College in accordance with this Scheme and in upholding the mission, values and vision of the College.

5.4 Subject to the responsibilities of the Council and the Governors, the Principal will be responsible for the executive management of the College, including its financial management and internal organisation.

6 ELECTIONS FOR REPRESENTATION ON THE GOVERNING BODY

6.1 The Principal will act as Returning Officer for the election of staff representatives and student Governors in accordance with the Governing Body's approved procedures

6.2 The Principal will, by written notice within the College premises, invite nominations and ballot all staff for the election of staff representatives. In the event of a contest, the Principal may use an independent teller nominated by the Assistant Director for Leisure, Culture and Lifelong Learning or his/her delegated officer.

6.3 For the election of student Governors, the college will invite nominations and conduct a ballot of all students. In the event of a contest, the Principal or his nominee shall act as an independent teller if requested to do so by the committee.

7. DELEGATION OF FUNCTIONS TO THE PRINCIPAL

7.1 The arrangements for delegation by the Governors of their powers to the Principal shall be in writing, and may be reviewed annually. Delegated powers will include:

7.1.2 approved expenditure and virement between categories of expenditure in accordance with his role as Principal;

7.1.3 control and monitoring of the budget and finances of the College including the submission of periodic financial monitoring statements to the Governors;

7.1.4 management of the approved curriculum of the College;

7.1.5 placing orders for goods and services as the Governing Body considers necessary,

using funds from the delegated budget required for the purpose of the College, subject to the principles of Best Value, Financial Regulations and this Scheme;

7.1.6 using the assets of the College to generate revenue, including letting the premises of the College within the terms of any policy set by the Governors and in accordance with the Scheme;

7.1.7 Staff selection, recruitment and management in accordance with the approved policies and procedures of the College and Council;

7.1.8 day to day internal decorations repairs and maintenance within the terms of the occupation agreement and within expenditure limits approved for that purpose, subject to compliance with contract standing orders as outlined in the Financial Regulations; see 'Premises' above.

7.1.9 provision of an appropriate code of behaviour for students providing, inter alia, for the suspension and exclusion from the College of those found to be in breach of the said code and for breaches of discipline.

8 WITHDRAWAL OF DELEGATION

8.1 Section 85(3) of the Further and Higher Education Act 1992 empowers a Local Authority (Council) to suspend, replace, amend, limit or change in any way whatsoever a Governing Body's right to a delegated budget, and or the Colleges Scheme of Management or Articles of Government.

8.2 Example situations where the Council may in its discretion consider it necessary for the suspending, amending, withdrawing, terminating or limiting the this Scheme of Management or the powers granted to the Governing Body are:

8.2.1 misappropriation of the delegated budget or the College's other finances;

8.2.2 the effectiveness of the College is in jeopardy;

8.2.3 the College's budget is not being managed in a satisfactory manner;

8.2.4 insufficient funding provided by the LSC;

8.2.5 the College is not managing within its resources;

8.2.6 the Governing Body is in substantial or persistent breach of the Scheme;

8.2.7 the Governing Body acting beyond its powers to reduce the provision of adult and further education services or increase/reduce the fees for the courses without agreement from the Council.

8.2.8 the Council considers it to be expedient for the overall management and direction of the College to do so.

8.2.9 any change in law or upon legal advice by the Assistant Director of Legal and Constitutional Services or such officer as carries out his/her duties.

8.3 Delegation will only be withdrawn as a last resort, after discussions with Governors and when any sanctions which the council has solely at its discretion imposed have failed to resolve the matter. The Council will generally give at least one month's notice in writing of any such in its sole discretion the Council is of the view that action is needed to protect the interest of the Council or the tax payer, it is a matter of urgency or an emergency, in which case action will be immediate.

9 HEALTH AND SAFETY

9.1 The Governing Body will after consultation with the Council Health and Safety manager and having regard to his advice determine, implement, maintain and update as necessary and a Health and Safety Policy, having regard to the College's policy statement under Section 2 of the Health and Safety at Work Etc. Act 1974.

10 LIABILITY OF THE GOVERNING BODY

10.1 The Governors will not incur any personal liability for actions taken in good faith when overseeing the delegated budget. In this context 'good faith' refers to action taken honestly and with no ulterior motive. The liabilities which arise in these circumstances, where the Governors have acted in good faith, will normally be met from the College's delegated budget. The College may waive part or the whole of the costs incurred by the Governing Body in circumstances where, in the view of the Council, it would be unreasonable not to exercise such a waiver.

11. CONSULTATION

11.1 The Governors or the Principal or both may seek advice from the Assistant Director for Leisure, Culture and Lifelong Learning on any matter relating to the College.

11.2 The Assistant Director for Leisure, Culture and Lifelong Learning may, at any time, offer advice to the Governors and/or the Principal on any matter relating to the College.

12 ACCESS TO PREMISES

12.1 The Assistant Director for Leisure, Culture and Lifelong Learning or any authorised officer shall have access to the premises of the College, at any time.

13 COPIES OF ARTICLES

13.1 A copy of the Scheme of Management shall be given to every Governor on appointment, and shall be made available upon request to all staff and students.

14 AMENDMENT OF SCHEME OF MANAGEMENT

14.1 The Board of Governors may propose changes to this Scheme of Management, but any changes to it will only be made with the Council's approval and if it wishes to exercise its option to so implement any changes discussed.

INSTRUMENT OF GOVERNANCE

15 COMPOSITION OF THE GOVERNING BODY

15.1 Governors will bring to the board a constituency of interests, skills and experiences which will add value and contribute to the fundamental aim of developing a first class adult education system within the borough of Walsall.

15.2 In particular, they will contribute to or have expertise in one or more of the following areas. This list is not exhaustive and individuals will be considered on their merits and interest in adult and community learning and any other relevant experiences:

- Legal
- Financial
- Employment and Human Resources
- education
- marketing
- Information Services and Technology
- local business community/industry
- experience of negotiating/understanding local business community

15.3 Where the Governing Body is considered by the Search and Selection Team (see Section 22 below), to lack one or more of the abovementioned skills it is deemed to be at a skills deficit.

15.4 The Search and Selection Team will approve all nominations in order to ensure that the requirements of paragraph 15.2 above are met.

15.5 The Governing Body of the College shall consist of a minimum of 14 and a maximum of 18 members who shall be selected and appointed as follows:

- two members nominated and appointed by the Council; ('Council Governors');
- six members nominated and appointed through the Walsall Federation of Community Organisations representing community based providers;
- one member nominated and appointed by NHS Walsall;
- one parent carer;
- two representatives of the local business community;
- five representatives of other external organisations with an interest in adult learning;

- a governor representing college students (at the discretion of the Governing Body).

The Governing Body must consist of a minimum of six independent members selected in accordance with clause 1.2 above. The number of Independent Members may be increased to a maximum of eight by the Governing Body where there is a skills deficit.

15.6 In addition to the members of the Governing Body set out above, the Principal of the College shall be in attendance at all meetings unless there is a decision to exclude s/he from a private session.

16 APPOINTMENT OF CLERK TO THE GOVERNING BODY

16.1 The Governing Body shall appoint a Clerk at its first meeting of the academic year.

16.2 The Principal shall not be eligible to be the Clerk to the Governing Body.

16.3 The Governing Body may re-appoint the person holding the post of Clerk in succeeding years.

16.4 Where a vacancy occurs for whatever reason, the Governing Body shall appoint a new Clerk.

16.5 The Clerk is responsible for managing the business and ensuring that all members are kept informed of dates of meetings, any reports, minutes of meetings and all eventualities arising from this Scheme of Management.

16.6 Where the Clerk is also a member of staff, s/he cannot be managed by the Principal when acting in the capacity of the Clerk to the Governing Body. S/he may be managed by the Principal if employed in the capacity of a member of staff/employee.

16.7 In the event of a temporary absence of the Clerk, the Governors shall appoint a person to serve as a temporary Clerk and any reference in this instrument to the Clerk shall include a temporary Clerk.

17 APPOINTMENTS OF CHAIR AND VICE-CHAIR

17.1 At the first full meeting of the Governing Body, the Governors shall appoint a Chair and Vice-Chair for their term of office from amongst their number (see paragraph 19 below).

17.3 The Chair and Vice-Chair retiring at the end of their respective terms of office shall be eligible for reappointment.

17.4 If both the Chair and Vice-Chair are absent from any meeting of the Governing Body, the Governors present shall choose one of their number to act as Chair for the meeting.

17.5 The Chair and Vice-Chair may resign their respective offices at any time by giving three months' notice in writing to the Clerk to the Governing Body.

17.6 At the first meeting following the expiry of the term of office or resignation of the Chair or the Vice-Chair, the Governors shall appoint a new Chair or Vice-Chair from amongst their number.

17.7 Where 75% of the Governors attending are satisfied that the Chair or Vice Chair is unable or unfit to discharge their functions, the Governors may, in writing to the Chair or Vice Chair, remove the person from office with immediate effect. In such instance, the office becomes vacant and the outgoing office holder remains a member of the Governing Body.

18 PERSONS INELIGIBLE TO BE GOVERNORS

18.1 No person under the age of 18 years shall be eligible for appointment as a Governor.

18.2 The Clerk to the Governing Body cannot be a member of the Governing Body.

18.3 Staff at the College shall not be eligible for appointment as a Governor.

18.4 Subject to paragraphs 18.5 and 18.6 below, a person shall be disqualified from holding, or from continuing to hold, office as a Governor if that person has been adjudged bankrupt or made a composition or arrangement with his or her creditors; a Governor, on becoming so disqualified, shall give written notice of that to the Clerk to the Governing Body.

18.5 Where a person is disqualified by reason of his or her having been adjudged bankrupt, that disqualification shall cease from the date that the bankruptcy is discharged.

18.6 Where a person is disqualified by reason of his or her having made a composition or arrangement with his or her creditors and he or she pays his or her debts in full, the disqualification shall cease on the date on which the payment is completed and in any other case it shall cease on the expiration of five years from the date on which the terms of the deed of composition or arrangement are fulfilled.

18.7 A person shall be disqualified from holding, or from continuing to hold office as a Governor if, five years before his or her appointment would otherwise have taken effect, or since his or her appointment, he or she has been convicted in the United Kingdom, elsewhere, the Channel Islands or the Isle of Man of any offence and has had passed on him or her a sentence of imprisonment (whether suspended or not) for a period of not less than three months without the option of a fine. Where, by virtue of this paragraph a person becomes disqualified for holding office as a Governor, that person shall give notice of that to the Clerk of the Governing Body. For the purpose of this clause there shall be disregarded any conviction by or before a court outside the United Kingdom for an offence in respect of conduct which, if it had taken place in the United Kingdom, would not have constituted an offence under the law then in force anywhere in the United Kingdom.

18.8 No person shall at any time hold more than two governorships of any further or adult education institution.

19 TERM OF OFFICE

19.1 The Chair and Vice-Chair shall hold office for a period of four years.

19.2 Governors shall serve for a period of up to four years and shall be eligible for reappointment or re-election at the end of their term should they so wish.

20 DETERMINATION OF GOVERNORSHIP

20.1 A Governor may resign his or her office at any time by giving three months' notice in writing to the Clerk to the Governing Body.

20.2 The Governing Body may remove a Governor by giving 3 months' notice in writing if:

20.2.1 the Governor is absent from all meetings of the Governing Body for a period exceeding three consecutive meetings from the date of the first meeting missed, unless the reason for his or her absence is approved by the Governing Body;

20.2.2 in the view of the Governing Body a Governor is deemed unable or unfit to discharge the functions as a Governor. (Any such removal must be approved in writing by the Council.)This may also apply in circumstances where the Governing Body and/or the Council believes the member is not acting in the best interests of the College, or is representing another interest;

20.2.3 the Governing Body is satisfied that the Governor is incapacitated by physical or mental illness or otherwise unable to discharge the functions of a Governor.

20.5 The Council reserves the right to replace Governors or to appoint additional Governors if it is deemed that mismanagement has taken place and the Council, within its statutory duty, is seeking remedial action.

21 VACANCIES

21.1 Upon the occurrence of a vacancy or expected vacancy amongst members, the Governing Body should make arrangements to fill the vacancy as soon as possible.

21.2 Upon the occurrence of a vacancy for a Council Governor, the vacancy shall be notified as soon as possible to the Council.

22 THE SEARCH AND SELECTION TEAM

22.1 A search and selection team will be established to select suitable candidates to fill vacancies in the Governing Body.

22.2 The Search and Selection Team will comprise the Chair of Governors, or in his absence the Vice-Chair, the Principal and two other Governors nominated by the Governing Body and attended by the Clerk.

22.3 The Search and Selection team shall meet on the occurrence of a vacancy or anticipated vacancy. It shall be quorate if two Governors, other than the Principal are present.

22.4 Where a vacancy arises in relation to Council Governors, the Search and Selection Team will advise the Council of skills deficits that exist within the Governing Body. The Council will use its best endeavours to select a Governor who satisfies the skills deficit.

22.5 Where a vacancy arises in relation to independent Governors, the Search and Selection Team shall establish the skills deficit and prepare a shortlist of candidates for approval by the Governing Body.

23 VALIDITY OF PROCEEDINGS

23.1 The validity of any proceedings of the Governing Body, or any Committee of the Governors, or any decisions made by the Board of Governors will not be affected by any vacancy amongst the Governors, or by any defect in the nomination, election or appointment of a Governor.

24 GOVERNORS NOT TO HAVE FINANCIAL INTEREST IN THE COLLEGE

24.1 Except with the approval in writing of the Council, no Governor shall take or hold any interest in any property held or used for the purpose of the College, or receive any remuneration for his or her services as a Governor; except that a staff representative and the Principal may receive remuneration in their capacity as employees. (Staff representatives and the Principal are not voting governors)

24.2 A Governor who has any financial interest in:

- (i) the supply of work or goods to or for the purposes of the College; or
- (ii) any contract or proposed contract concerning the College; or
- (iii) any other matter relating to the College.

and is present at a meeting of the Governors at which the supply, contract or other matter is to be considered, shall at that meeting disclose his/her interest and shall not take part in the consideration or vote on any question with respect to it. Their attendance shall not count towards the quorum for that meeting

24.3 The Clerk to the Governing Body shall maintain a register for Governors to register their interests which shall be made available for inspection by anyone during normal office hours at the college.

25 MEETINGS

25.1 The Governing Body shall determine its schedule of meetings which should include, as a minimum, a termly meeting of all Governors.

25.2 All meetings shall be called by the Clerk, who shall send the Governors written notice of the meeting, the agenda and supporting papers at least seven clear days in advance of the meeting.

25.3 A special meeting of the Governors may be called at any time by the Chairman of the Governors or at the request in writing of any four Governors. Where the Chair, or in his or her absence, the Vice-Chair decides that there are matters demanding urgent consideration, written notice convening the meeting and the agenda shall be circulated by the Clerk to the Governors. Notice of such meetings shall be as specified by the Chair or Vice Chair.

26 QUORUM

26.1 Meetings of the Governing Body shall be quorate if half the Governors plus one are present.

26.2 If the number of Governors assembled for a meeting of the Governing Body does not constitute a quorum, the meeting if deemed by those present to be appropriate, can continue to be held but no decisions can be made.

27 PROCEEDINGS AT MEETINGS

27.1 When a question needs to be decided at a meeting of the Governing Body by a vote, it shall be decided by a majority of the votes of the Governors present. Where there is an equal division of the votes, the Chair shall have a second or casting vote.

27.2 No resolution of the Governors may be changed at a subsequent meeting unless the matter has been included in the agenda set out with the notice of the meeting.

27.3 The Clerk shall withdraw from that part of the meeting at which his or her remuneration, conditions of service, conduct, suspension, dismissal or retirement are to be considered.

27.4 In the absence of a Governor there shall be no proxy votes

27.5 Governors shall not be bound in their speaking or voting by instructions given to them by other persons.

28 MINUTES

28.1 All decisions and resolutions shall be recorded in the minutes. At every meeting of the Governing Body the minutes of the last meeting shall be taken as an agenda item. If agreed to be accurate, the minutes of the last meeting shall be signed as a true record.

29 PUBLIC ACCESS TO MEETINGS

29.1 All meetings should be public, on the same principle established by the Council. However, The Governing Body shall determine whether any person should be excluded in the interest of confidentiality.

30 PUBLICATION OF MINUTES AND PAPERS

30.1 Subject to paragraph 30.2 below, the Governing Body shall ensure that a copy of:

- the agenda for every meeting of the Governing Body;
- the draft minutes of every such meeting, if they have been approved by the Chair of the meeting;
- the signed minutes of every such meeting; and
- any report, document or other paper considered at any such meeting

is available at the College to any person who wishes to inspect it. A copy of the minutes of each meeting shall be displayed at each centre.

30.2 There may be excluded from any item required to be made available in pursuance of paragraph 30.1 above, any material relating to:

- a named tutor or other person employed at, or proposed to be employed at the College;
- a named student at or candidate for admission to the College; and
- any matter which by reason of its nature, the Governing Body is satisfied should be dealt with on a confidential basis.

31 ATTENDANCE AT MEETINGS BY OFFICERS OF WALSALL COUNCIL'S ASSISTANT DIRECTOR OF LEISURE CULTURE AND LIFELONG LEARNING AND THE CHIEF FINANCE OFFICER

31.1 The Clerk to the Governors will send copies of the agenda, supporting papers and the minutes of meetings of the Governing Body to the Assistant Director for Leisure, Culture and Lifelong Learning and the Chief Finance Officer at the same time as they are sent to the Governors,

31.2 The Chief Executive of the Council, Assistant Director for Leisure, Culture and Lifelong Learning, Chief Finance Officer, or Assistant Director of Legal and Constitutional Services shall be entitled at any time to attend, speak at and/or submit to the Governing Body, through the Clerk to the Governors, such reports and recommendations as they consider appropriate.