



STANDING ORDERS

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1. INTRODUCTION AND PURPOSE

To provide clear guidance to governors on the rules of procedure for the conduct of business at meetings of the Corporation and its committees.

These Standing Orders supplement the provisions of the Further and Higher Education Act 1992 (“the Act”) as amended by subsequent legislation and the Instrument and Articles of Government approved by the Governing Body (“the Corporation”) on 20th October 2020. Nothing within these Standing Orders will override the provision of the Act or the Instrument and Articles and in the event of any conflict between these Standing Orders and either or both of the Act and the Instrument and Articles, the Act and the Instrument and Articles shall prevail.

Every member of the Corporation and of its committees shall be bound by these Standing Orders and shall be expected to adhere to them.

It is the responsibility of the Head of Governance to advise the Corporation (or if appropriate the Chair of the Corporation or the Chair of one of its committees) on the interpretation of the document and to advise if at any time the Corporation, one of its committees or an individual member of the Corporation is in breach of this document or any of the other Corporation documents.

A number of other documents are also taken into account when conducting Corporation business including:

Instrument and Articles of Government
Code of Conduct
Committee Terms of Reference
Other approved governance policies and procedures

The responsibilities of the Corporation are set out in Article 3(i) of the Articles of Government –

The Corporation shall be responsible for the following functions –

- (a) the determination and periodic review of the educational character and mission of the college and the oversight of its activities;*
- (b) approving the quality strategy of the college;*
- (c) the effective and efficient use of resources, the solvency of the institution and the Corporation and safeguarding their assets.*
- (d) approving annual estimates of income and expenditure;*
- (e) the appointment, grading, suspension, dismissal and determination of the pay and conditions of service of senior postholders and the Clerk (if not a senior postholder), including where the Clerk is, or is to be appointed as a member of staff, the Clerk’s appointment, grading, suspension, dismissal and determination of pay in the capacity of a member of staff;*
- (f) setting a framework for the pay and conditions of service of all other staff.*

2. COMPOSITION OF THE CORPORATION, DETERMINATION OF CORPORATION MEMBERSHIP AND TERMS OF OFFICE OF GOVERNORS

2.1 The Corporation shall set its size and composition within the requirements of the Instrument and Articles of Government, Instrument 2(1) refers.

2.2 The Corporation, at their meeting on 20th October 2020, determined a membership of 20 governors as follows:

14 external governors (including the Chair)

1 Principal

2 staff governors

2 student governors

1 Institute of Technology (IoT) governor

2.3 Variations to the size and composition of the Corporation can only be made with the approval of the Corporation within the limits set within the Instrument of Government.

2.4 The Corporation shall not appoint members who are classed as exempt from holding office as defined by the Instrument and Articles of Government. Instruments 4(iii)(a) and 7 refer.

2.5 Members of the Corporation shall hold office in accordance with the terms of their appointment.

3. APPOINTMENT AND TERM OF OFFICE OF GOVERNORS

3.1 The Corporation has appointed a Nominations, Remuneration and Governance committee which has agreed processes and procedures for the search, selection and appointment of Governors. Appendix A refers.

3.2 The Corporation shall not appoint any new external governor without the appointment first being considered by the Nominations, Remuneration and Governance committee.

3.3 The Corporation shall not appoint any governors who are classed as exempt from holding office as defined by the Instrument and Articles of Government, Instrument 7.

3.4 The length of the term of office for governors shall be determined by the Corporation but shall not exceed four years.

3.5 External governors will be eligible for reappointment at the end of their four year term of office but no governor shall generally serve for more than two consecutive terms of office (eight years) unless exceptional circumstances exist.

4. APPOINTMENT OF STAFF AND STUDENT GOVERNORS

- 4.1 All staff, part-time or full-time, who are member of the college's staff and have a contract of employment with the college and are paid through its payroll system are eligible to stand for election as a staff governor and to vote for a candidate seeking that position.
- 4.2 The student governors shall be appointed from the student body of the college. Appendix A refers.
- 4.3 An appointment process for staff and student governors has been established. Appendix A refers.

5. APPOINTMENT OF CO-OPTED GOVERNORS

- 5.1 The Nominations, Remuneration and Governance committee may invite an external (i.e. non-governor) or internal (i.e. member of staff) co-opted member to serve on any committee in line with the Terms of Reference for that committee.
- 5.2 The appointment of a co-opted committee member does not require the approval of the Corporation provided that:
- The Chair of the committee to which the co-opted member is to be appointed is present at the meeting of the Nominations, Remuneration and Governance committee considering the appointment;
 - The Chair or Vice-Chair of the Corporation approves the appointment; or
 - The appointment is subsequently reported to the Corporation.

6. APPOINTMENT OF CHAIR AND VICE-CHAIR OF CORPORATION

- 6.1 The Corporation shall appoint a Chair and Vice-Chair(s) from among its membership of external governors at a meeting of the Corporation.
- 6.2 The appointment shall be for a period of one year unless decided otherwise by the Corporation.
- 6.3 The Principal, staff and student governors are not eligible to be appointed as either Chair or Vice-Chair but may take part in the appointment process.
- 6.4 The Chair and Vice-Chair shall be appointed after being proposed and seconded by another member of the Corporation and, normally voted upon by way of a show of hands by those governors present at the meeting.
- 6.5 Governors may self-nominate but still require to be proposed and seconded by another member of the Corporation.

- 6.6 The Vice-Chair shall chair the meeting for any item relating to the appointment of the Chair of the Corporation unless they are nominated for the position. In this case the meeting shall appoint an external member to chair the meeting for that item.
- 6.7 If both the Chair and Vice-Chair are absent from any meeting of the Corporation, governors present shall choose someone from among themselves to act as Chair for that meeting.
- 6.8 The Chair and Vice-Chair may resign from office at any time by giving notice in writing to the Head of Governance.
- 6.9 If the Corporation is satisfied that the Chair and/or Vice-Chair are unfit or unable in any way to carry out the functions of the office, written notice may be given to them removing them from office.
- 6.10 Before the end of the term of office of the Chair and Vice-Chair, or at the first meeting following their resignation or removal from office, the Corporation shall appoint a replacement from among the eligible members of the Corporation.
- 6.11 The Chair and Vice-Chair shall be eligible for reappointment at the end of their term of office for that position subject to adhering to the conditions regarding term of office stated in the Instrument and Articles of Government, Instrument 8(iii).

7. RESIGNATION OF GOVERNORS

- 7.1 Any governor may resign from office at any time by giving notice in writing to the Head of Governance.
- 7.2 There is no designated notice period required for governors. The Head of Governance will seek to negotiate a mutually agreeable notice period for governors who resign within their term of office.
- 7.3 The Head of Governance will advise the Chair of Governors and the Nominations, Remuneration and Governance committee of any resignations.
- 7.4 The Nominations, Remuneration and Governance committee will review any vacancies for external governors as soon as possible after they become vacant.

8. SUSPENSION OF MEMBERSHIP/PROLONGED ABSENCE

- 8.1 The Corporation may, by notice in writing to that member, remove a member from office if the Corporation is satisfied that they are unfit or unable to discharge the functions of a member of if they have been absent from meetings of the Corporation for a period longer than six consecutive months without the permission of the Corporation.
- 8.2 Any governor who is unable to attend meetings for a period of longer than six consecutive months should, via the Head of Governance, notify the Corporation and seek their approval

for the absence. Failure to do so could lead to the Corporation resolving to remove the governor from office.

9. MEMBERS NOT TO HOLD INTERESTS IN MATTERS RELATING TO THE COLLEGE/DECLARATION OF PERSONAL AND OTHER INTERESTS

9.1 No member of the Corporation shall acquire or hold any interest in any property that is held or used for the purposes of the college except with the written approval of the Secretary of State.

9.2 Any member who has a financial interest in –

- The supply of work to the college, or the supply of goods for the purposes of the college;
- Any contract or proposed contract concerning the college; or
- Any other matter relating to the college; or
- Has any other interest of a type specified by the Corporation in any matter relating to the college:

Shall

- (i) disclose to the Corporation the nature and extent of the interest and,
- (ii) if present at a meeting of the Corporation, or any of the Corporation committees, at which such supply, contract or other matter as mentioned above is to be considered, not take part in the consideration or vote on any question with respect to it. They shall not be counted as part of the quorum present at the meeting in relation to a resolution on which they are not entitled to vote, and shall withdraw from the meeting if required to do so by a majority of the members of the Corporation or committee present at the meeting.

The above shall not prevent the members considering and voting upon proposals for the Corporation to insure them against liabilities incurred by them arising out of their office or the Corporation obtaining such insurance and paying the premium.

9.3 Members should declare if their spouse or partner, any member of their family or any person closely connected to them has any interests as outlined in 9.2.

9.4 members should also declare any personal interests such as membership of other public bodies and institutions, trusteeship of a trust where the member of other person closely connected to them may be a beneficiary, or membership of a closed organisation.

9.5 Where the matter under consideration by the Corporation or any of its committees relates to the pay and conditions of all staff, or all staff in a particular class, a staff member

- Need not disclose a financial interest;

- May take part in the consideration of the matter, vote on any question with respect to it and count towards the quorum present at that meeting, provided that in so doing the staff member acts in the best interests of the Corporation as a whole and does not seek to represent the interests of any other person or body, but
- Shall withdraw from the meeting if the matter is under negotiation with staff and the staff member is representing any of the staff concerned in those negotiations.

9.6 The Head of Governance shall maintain a Register of Interests of the members of the Corporation. The Register shall be made available during normal office hours at the college to anyone wishing to inspect it.

9.7 Members will be asked on an annual basis to complete a Register of Interests declaration. Individual members are responsible for declaring any interests that they might hold. A 'no change' return is not permitted.

9.8 The agenda for every meeting will contain a standing item relating to the disclosure of interests.

9.9 Members who declare an interest at a meeting should subsequently withdraw from the meeting when that item is discussed. If the meeting permits the member to remain in the meeting during the discussion they must not take part in any of the discussion or vote thereon. The declaration shall be recorded in the minutes of the meeting.

9.10 If the Head of Governance, on the basis of a members Register of Interest declaration, believes a member to have an interest in an item that they do not declare under the agenda item, he/she should draw this to the attention of the Chair and the member concerned.

10. CORPORATION COMMITTEES, COMMITTEE MEMBERSHIP AND CHAIRS OF COMMITTEES

10.1 The Corporation may establish committees for any purpose or function, other than those that the Instrument and Articles of Government assign to the Principal or the Head of Governance, and may delegate powers to those committees, the Chair or, in the Chair's absence the Vice-Chair, or the Principal.

10.2 The Corporation shall determine the size and membership of committees, having regard to the Instrument and Articles of Government, and the terms on which they are to hold and vacate office.

10.3 The Corporation shall establish a committee (the Nominations, Remuneration and Governance committee) as directed by the Instrument and Articles of Government, Article 5, to carry out a search function and to advise on the appointment of governors (other than staff and student governors) and other matters relating to membership and appointments as the Corporation may ask it to do.

10.4 The Corporation shall establish an Audit committee as directed by the Instrument and Articles of Government, Article 6, to advise on matters relating to the Corporation's audit arrangements and systems of internal control.

- 10.5 In addition to the committees required in 10.3 and 10.4 above, the Corporation has appointed the following committees:
- Business Development, Employer Engagement and Recruitment
 - Curriculum and Quality
 - Resources, Integration and Change
- 10.6 The Chairs of committees shall be appointed annually by the committee at the first meeting of the academic year. The Chair will be eligible for reappointment.
- 10.7 The Principal, staff and student governors and any co-opted members are not permitted to be appointed as the Chair of any committee.
- 10.8 If a Chair of a committee is absent for any meeting of the committee, a Chair shall be appointed by the committee from its membership for that meeting. The member appointed as Chair shall not be the Principal, staff or student governor or co-opted member.
- 10.9 The quorum, constitution, chair, membership and terms of reference of each committee shall be considered at the start of each academic year.
- 10.10 The Head of Governance is responsible for ensuring that committees operate under similar procedures to those of the Corporation and keeps and maintains records of all aspects of the committees' operation and conduct.
- 10.11 Minutes of all committees shall be presented to the following Corporation meeting for noting.

11. SPECIAL COMMITTEES AND APPEAL COMMITTEES

- 11.1 In the event that the dismissal of a senior postholder (SPH) is being considered, a Special Committee will be convened consisting of three members of the Corporation. The Chair, Vice-Chair, Principal, staff governor or student governor may not be a member.
- 11.2 Members of the Special Committee to consider the dismissal of the SPH will not be eligible for membership of any ensuing Appeals Committee.
- 11.3 Any Appeals Committee convened will consist of three members of the Corporation. The three members of the Special Committee, the Chair, Vice-Chair, Principal, staff governor or student governor may not be a member.
- 11.4 The Chairs of the Special Committee and Appeals Committee will be selected by the committee from its membership.
- 11.5 The Special Committee and the Appeals Committee are authorised to seek any relevant information from any member of staff, members of the Corporation, or any other relevant

third party and all members of staff are directed to cooperate with any reasonable request made by the committee.

- 11.6 The Special Committee and the Appeals Committee may, if they consider it appropriate, seek guidance from the most senior member of the Human Resources department and/or seek legal or other independent legal advice.
- 11.7 The Head of Governance shall act as clerk to both the Special Committee and the Appeals Committee. If the Head of Governance is the subject of the meeting or is materially involved, the Corporation shall appoint an alternative clerk. The Head of Governance shall be responsible for the production and appropriate circulation of any agenda, papers, minutes and correspondence arising in connection with any meetings convened unless legal advice is given and accepted against the production of such documents.
- 11.8 At the beginning of any Special Committee or Appeals Committee meeting the Chair shall ensure that the role of the committee and the procedure to be followed is understood by all persons present. On conclusion of the meeting the committee shall deliberate their findings in private.

12. MEETINGS

- 12.1 The Corporation shall meet at least once per term, and shall hold other meetings as required.
- 12.2 Meetings will normally be called by the Head of Governance. Wherever possible, written notice of the meeting and a copy of the proposed agenda will be forwarded to members at least seven calendar days before the date of the meeting.
- 12.3 Attendance at meetings includes where members attending are present in more than one venue, provided that by the use of virtual facilities it is possible for every person present at the meeting to communicate with each other. Members attending by these means will have the same rights with regard to voting as those physically present.
- 12.4 If it is proposed at any meeting to consider the remuneration, conditions of service, conduct, suspension, dismissal or retirement of the Head of Governance, the Chair shall, at least seven calendar days before the date of the meeting, send to members a copy of the agenda item concerned and any relevant papers.
- 12.5 A special meeting of the Corporation may be called at any time by the Chair or at the request, in writing, of five members. If the matter for consideration is deemed by the Chair or, in their absence the Vice-Chair to be urgent, the notice period for the meeting may be less than seven calendar days.
- 12.6 Any individual member may request that an item be included on an agenda of the Corporation or a committee. Items should normally be submitted to the Head of Governance at least ten working days before the date of the meeting. The Head of

Governance shall notify the Chair or committee Chair and the Principal of any items raised in this way before the agenda for the meeting is finalised. The Chair of the Corporation or the Chair of the committee shall make the final decision as to the inclusion of any such item on the agenda.

- 12.7 Separate minutes shall be taken of those parts of meetings from which the Head of Governance, Principal, staff governors and student governors have to withdraw. The Head of Governance, Principal, staff governors and student governors shall not be entitled to see the minute(s) or any of the papers relating to that part of the meeting.

13. QUORUM

- 13.1 Meetings of the Corporation shall be quorate if the number of members present is at least 35% of the determined membership.

- 13.2 If the number of members present for a meeting of the Corporation does not constitute a quorum the meeting shall not be held.

- 13.3 The rules of quoracy apply throughout the whole of the meeting. If there ceases to be a quorum during a meeting, the meeting shall be terminated.

- 13.4 If a meeting cannot be held or cannot continue for lack of quorum the Chair may call a special meeting as soon as convenient if the business cannot be deferred until the next scheduled meeting.

- 13.5 If the Head of Governance judges that a meeting will not be quorate he/she will advise the Chair immediately.

- 13.6 Meetings of committees of the Corporation shall be quorate if the number of members present is three or more throughout.

- 13.7 For the purposes of quoracy, any member who has declared an interest will cease to be counted towards the quorum necessary for taking any decision on the item against which the interest was declared.

14. ATTENDANCE AT MEETINGS

- 14.1 Members are expected to attend, as far as is reasonably practicable, all meetings of the Corporation and those committees of which they are a member.

- 14.2 The Head of Governance will be responsible for keeping a record of attendance by individual governors at meetings of the Corporation and Corporation committees and will report attendance for individual governors to the Corporation on an annual basis.

14.3 Where a member becomes aware that they are unable to attend any meeting of the Corporation or Corporation committee of which they are a member should advise the Head of Governance at the earliest opportunity to ensure that the meeting will be quorate.

14.4 Members who fail to attend a meeting for more than six consecutive months without the permission of the Corporation may be removed from office by decision of the Corporation.

15. CONDUCT OF MEETINGS/DEBATE

15.1 All discussions will be addressed through the Chair of the meeting. Only one person shall speak at a time. Where more than one person indicates a wish to speak the Chair shall call them in turn.

15.2 Any member wishing to raise a motion shall give notice of the motion with the names of the proposer and seconder to the Head of Governance at least 14 days prior to the meeting. A motion will not be considered unless the names of the proposer and seconder are provided.

15.3 The proposer of the motion shall present it to the meeting and shall have the right to reply to any points raised during the discussion thereon.

15.4 An amendment to any motion may be proposed by any member of the meeting prior to the motion being put to the vote. No amendment shall negate the motion. If the amendment is carried it shall take the place of the original motion and may then be subject to further amendment.

15.5 When a motion is being debated, no other motion shall be moved except to –

- amend the motion;
- adjourn the motion;
- adjourn the debate and proceed to the next business;
- have the motion put to the vote immediately;
- suspend a standing order

15.6 A motion can be withdrawn at any time by the proposer and with the consent of the seconder. Once withdrawn, there shall be no further discussion on the motion.

15.7 A member may, at any time during a meeting, raise a point of order relating to an alleged breach of the standing orders. In such a case the member shall be heard immediately and the Chair shall give a ruling that shall be final.

16. MINUTING OF CORPORATION AND COMMITTEE MEETINGS

16.1 Written minutes of every meeting of the Corporation and Corporation committees will be prepared by the Head of Governance. The minutes will be prepared in draft in the first instance and circulated to the relevant Chair and the Principal for initial approval.

- 16.2 The minutes of the last meeting of every Corporation and Corporation committee will be taken as an agenda item at the next scheduled meeting of the Corporation or Corporation committee. The minutes of the last meeting are not required to be taken as an agenda item at a special or extraordinary meeting.
- 16.3 Where the minutes of a meeting are taken as an agenda item and agreed to be accurate they will be confirmed as a correct record of the meeting.
- 16.4 Where any changes are made to the minutes of the last meeting the changes will be recorded in the minutes of the meeting at which they are an agenda item.
- 16.5 Separate minutes will be taken of those meetings or parts of meetings from which staff members, student members, the Principal, other staff or the Head of Governance have been excluded. Those persons will not have any entitlement to see those minutes or any papers relating to them.
- 16.6 Minutes of the Corporation and Corporation committees will report briefly the discussion which has taken place and clearly record the decision and any course of action required. Where an issue is of major significance or potentially controversial minutes will be more detailed.

17. CONFIDENTIALITY

- 17.1 The Corporation shall determine when an item is confidential. Criteria for defining an item as confidential include –
- matters concerning individuals including staff, students and prospective governors;
 - sensitive commercial or business information which would be disadvantageous to the college to release;
 - negotiations with trade unions;
 - legal advice on sensitive or confidential matters
- 17.2 Reports which contain confidential material will be marked ‘confidential’.
- 17.3 All confidential reports and minutes remain confidential unless the Corporation or committee resolves otherwise.

18. PUBLICATION OF MINUTES AND PAPERS OF THE CORPORATION AND CORPORATION COMMITTEES

- 18.1 Agenda, minutes (once approved as a correct record) and papers relating to Corporation and Corporation committee meetings that are not classed as confidential will be available for inspection by the public during normal office hours from the Head of Governance. Minutes available to the public will also be published on the college website and remain there for a minimum of one year. Agenda will be available prior to the meeting once they have been circulated to members.

18.2 Decisions on confidentiality will initially be made by the Chair of the Corporation or Corporation committee on the advice of the Head of Governance and other members of college staff. Confidential agenda, minutes and papers will be clearly marked as confidential.

18.3 Confidential agenda, minutes and papers will be reviewed on a regular basis and confidentiality removed if appropriate.

19. ACCESS TO MEETINGS OF THE CORPORATION AND CORPORATION COMMITTEES

19.1 Members of the Corporation and the Head of Governance are entitled to attend all meetings of the Corporation and Corporation committees unless specifically excluded by the Instrument and Articles of Government, these Standing Orders or any other Corporation policy or procedure.

19.2 The Corporation and its committees shall determine if non-members of the Corporation and its committees shall be permitted to attend meetings. Any invitations shall be issued through the Head of Governance who will advise which part of the meeting they can attend. Invitees may only speak if invited to do so by the Chair of the Corporation or committee. The presence of the invitee and the points at which they joined and left the meeting shall be recorded in the minutes of the meeting.

19.3 Staff of the college may be invited to attend meetings of the Corporation and its committees to present or contribute to relevant agenda items by the Chair of the Corporation or the committee.

19.4 The Corporation places responsibility on the Head of Governance and the Principal to ensure that members of college staff withdraw from meetings when required.

19.5 Meetings of the Corporation and its committees are not generally open to the public.

19.6 The Corporation shall decide whether or not a member of the public, or any other person who is not a member of the Corporation or its committees, shall be allowed to attend any of its meetings. In making the decision the Corporation shall give consideration to the Instrument and Articles of Government.

19.7 Persons referred to in 17.6 who wish to observe either part or all of a meeting of the Corporation or its committees are asked to contact the Head of Governance in the first instance.

19.8 The Head of Governance will advise the Chair of any such requests received. The Chair will consider and decide upon such requests after seeking the advice of the Head of Governance.

20. CHAIR'S ACTION

- 20.1 If an occasion arises where a decision is required on a matter as a matter of urgency the Chair of the Corporation, or in his/her absence the Vice-Chair, shall be permitted to action the matter if the matter does not warrant the calling of a special meeting or where it is not possible to arrange a special meeting within the required timescale.
- 20.2 The Chair shall report on any matters of urgent business which, in the case of the Corporation, did not warrant the calling of a special meeting or where it is not possible to arrange a special meeting to members of the Corporation at the earliest opportunity and the matter will be reported to the next meeting.

21. DELEGATED POWERS

- 21.1 The Corporation may delegate any of its powers as permitted by the Instrument and Article of Government including –
- the determination of the educational character and mission of the college;
 - the approval of the annual estimates of income and expenditure;
 - ensuring the solvency of the college and safeguarding its assets;
 - the appointment or dismissal of the Principal or senior post holder;
 - the appointment or dismissal of the Head of Governance;
 - modifying or revoking the Instrument and Articles of Government.

22. APPOINTMENT AND ROLE OF HEAD OF GOVERNANCE AND SUPPORT FOR THE CORPORATION

- 22.1 The Head of Governance shall be appointed by the Corporation as a senior postholder and the Chair of Governors shall be their line manager.
- 22.2 The Corporation approves the detailed job description for the Head of Governance which sets out their role and responsibilities. The job description shall be reviewed alongside the Head of Governance's performance review.
- 22.3 The Head of Governance is responsible for supporting the Corporation, committees, the Chair, individual governors and other groups established by the Corporation.
- 22.4 The Head of Governance should attend all meetings of the Corporation and its committees and other groups established by the Corporation.
- 22.5 The Head of Governance shall withdraw from that part of any meeting at which their remuneration, conditions of service, conduct, suspension, dismissal or retirement are to be considered.
- 22.5 No resolutions of the Corporation should be made without the Head of Governance, or temporary/acting Head of Governance, being in attendance unless the resolution relates to a matter for which the Head of Governance can be excluded from the meeting.

- 22.6 In the absence of the Head of Governance due to illness or other good and urgent reason, the Chair will make arrangements, following discussion with the Principal and, if possible the Head of Governance, for someone other than a member of the Corporation to take on the clerking role on a temporary basis.
- 22.6 The Principal is not eligible to be appointed as the Head of Governance or to take on the role temporarily to cover the absence of the Head of Governance.
- 22.7 The Instrument and Articles of Government require that the Head of Governance shall be responsible for advising the Corporation with regard to the following functions –
- The operation of its powers;
 - Procedural matters;
 - The conduct of its business;
 - Matters of governance practice

23. RESOLVING DIFFICULTIES/COMPLAINTS

- 23.1 It is the responsibility of the Head of Governance to make known any concerns that the Corporation is acting inappropriately or beyond its powers. There may be exceptional circumstances where the Head of Governance feels that his/her advice is being disregarded or overlooked and due to this the proper conduct of the Corporation is at risk. Any such concerns shall be raised with the Chair of the Corporation and/or the Principal and shall be considered by the Corporation as a matter of urgency.
- 23.2 If the Head of Governance is unable to resolve such matters, he/she is able to seek advice from and refer to the appropriate government agencies and bodies.
- 23.3 A complaint received against the Corporation or an individual member of the Corporation shall be addressed to the Head of Governance who shall deal with the matter as appropriate. The response to any complaint shall include details of the arrangements for pursuing the matter with an independent body.
- 23.4 A complaint received against the Head of Governance shall be forwarded to the Chair of the Corporation.

24. REQUESTS FOR INFORMATION

- 24.1 The Freedom of Information Act 2000 is applicable to the college and creates a public right of access, on request, to information held by the college.
- 24.2 Requests for information under the Freedom of Information Act 2000 received by the college are dealt with and responded to by the Head of Governance. The Freedom of Information Act 2000 gives details of information that must be supplied and information that can be withheld.

24.3 Where a Corporation or committee item is marked as 'confidential' this does not preclude the information being supplied if it is requested. The Chair, or in his/her absence the Vice-Chair, will decide if the information requested is to be supplied. In doing this they will take advice from the Head of Governance, the Principal and other relevant college staff and external sources, including legal advice. In taking the decision the Chair will comply with the legislation on information sharing.

25. ACCESS TO MEMBER INFORMATION BY MEMBERS OF THE PUBLIC

25.1 Individual member's name, photographs and personal bios provided by the member will be included on the college website.

25.2 The personal contact details of individual members will not be made available to members of the public without the permission of the member.

26. APPOINTMENT OF STAFF AND SENIOR POSTHOLDER (SPH) APPOINTMENTS

26.1 The Principal has general responsibility for the appointment of all members of staff with the exception of senior postholders.

26.2 The Corporation is responsible for the appointment, grading, suspension, dismissal determination of the pay and conditions of senior postholders including the Head of Governance (including where they are appointed as a member of staff, their appointment, grading, suspension, dismissal and determination of pay in the capacity of a member of staff).

26.3 Where there is a vacancy for a SPH the Corporation shall advertise the vacancy nationally and appoint a Selection Panel consisting of the Principal and at least 3 members of the Corporation.

26.4 The appointed Selection Panel shall decide on the arrangements for selecting the applicants to interview, interview those applicants, and recommend to the Corporation the appointment of one of the candidates interviewed.

26.5 If the Selection Panel is unable to agree on a person to recommend for appointment, or if the Corporation does not approve the recommendation, the Corporation may require the Selection Panel to repeat the selection process until a suitable appointment can be made.

26.6 SPHs may only be dismissed by the Corporation following consideration by a Special Committee of the Corporation. The Special Committee shall consist of at least 3 members of the Corporation. The Chair of the Corporation, the Vice-Chair of the Corporation, the Principal and the staff and student members may not be members of the Special Committee.

27. ASSESSMENT OF CORPORATION PERFORMANCE

- 27.1 The Corporation shall undertake a self-assessment exercise on a regular basis as agreed by the Corporation in order to review its effectiveness to ensure continuous improvement. The review should include an assessment of performance against the values and principal responsibilities included within the Code of Good Governance for English Colleges.
- 27.2 The Corporation should define in writing and regularly review the responsibilities of the Chair of the Corporation, the Principal, the Head of Governance and individual governors.
- 27.3 The Corporation should regularly consider the extent to which its committees have met their terms of reference.
- 27.4 In reviewing its effectiveness, the Corporation should reflect on the success of the college as a whole in meeting its strategic objectives and associated performance measures and the contribution that the Corporation has made to that success.
- 27.5 The Corporation should regularly review agreed governance procedures.
- 27.6 Where possible, the Corporation should benchmark its performance and processes against other comparable colleges and relevant institutions outside of the FE sector.
- 27.7 The results of any Corporation self-assessment should be reported to the Nominations, Remuneration and Governance Committee who will consider any actions that need to be taken to improve the performance of the Corporation.

28. AMENDMENTS TO STANDING ORDERS

- 28.1 These Standing Orders are to be reviewed annually by the Nominations, Remuneration and Governance committee.
- 28.2 Proposed amendments to these Standing Orders will be presented to the Corporation for approval.

29. SUSPENSION OF STANDING ORDERS

- 29.1 Any of the preceding Standing Orders may be suspended by a motion presented to the Corporation or its committee. The motion must be supported by at least two-thirds of the members present.